THE SUPERIOR SPIDER-MAN®

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SUPERIOR VENOM

SLOTT
GAGE

MARVEL NOW!

RAMOS
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THE SUPERIOR SPIDER-MAN

SUPERIOR VENOM

SUPERIOR SPIDER-MAN #22-25

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DARKEST HOURS PART 7: FACE TO FACE

West Side Train Yard, Manhattan.

HEY, GENIUS, THOSE ARE *GRENADES.* HANDLE WITH CARE, HUH?

NO DOUBT ABOUT IT. THOSE GUYS ARE DRESSED LIKE THE *CRIME MASTER'S* GOONS. AND ARMS DEALING WAS HIS SPECIALTY.

ALL OF WHICH ADDS UP TO VERY BAD NEWS FOR *BETTY*, CONSIDERING THE MOST RECENT CRIME MASTER WAS HER *BROTHER*...AND WE THOUGHT SHE'D *KILLED* HIM.

IF BENNETT SURVIVED SOMEHOW... IF HE'S *BACK*...

...BETTY BRANT IS IN *DEEP TROUBLE.*

HHH--!

IT'S OKAY, IT'S ME...*FLASH THOMPSON'S* IN CONTROL. IF THE SYMBIOTE WAS, I'D BE ALL DROOL AND FANGS AND JACKED-UP MUSCLES.

I KNOW *THAT.* YOU THINK I CALLED YOU BECAUSE I *ENJOY* REUNIONS WITH EX-BOYFRIENDS?

I FIGURED THIS WAS A JOB FOR *"AGENT VENOM."* OR WHATEVER YOU CALL YOURSELF WHEN YOU'RE LIKE... THAT.

I'M RESEARCHING A STORY ON THE CHANGING FACE OF ORGANIZED CRIME IN THE CITY. A TIP LED ME TO *THEM.*

CRIME MASTER'S MEN. AND HE--

SHOULD BE DEAD.

I WAS GOING TO SAY HE *KNEW WHO I AM.* AND HE WASN'T SHY ABOUT GOING AFTER PEOPLE CLOSE TO ME.

ONCE AGAIN, THIS IS NOT NEWS.

BETTY, I'M SORRY FOR...FOR EVERYTHING. AND I KNOW I HAVE NO RIGHT TO ASK YOU FAVORS. BUT I NEED YOU TO DO THIS FOR ME.

TAKE MY MOM SOMEWHERE. AND *YOURSELF.* FIND A PLACE TO HOLE UP. DON'T TELL ANYONE WHERE, NOT EVEN ME. I'LL CALL WHEN IT'S SAFE.

I PROMISE I'LL LOOK AFTER HER. BUT FLASH...WHAT ARE YOU GOING TO DO?

I'M GOING TO TAKE CARE OF THIS.

I CAN DISGUISE MYSELF AS ONE OF THEM AND LET THEM LEAD ME TO CRIME MASTER.

THEY'RE MUSCLE, BUT THEY'RE NOT IDIOTS. THEY'LL NOTICE IF THERE'S AN EXTRA GUY.

THERE WON'T BE.

MY FAULT FOR ASKING.

BETTY--

NO. I DON'T WANT TO KNOW *ANYTHING* ABOUT THIS PART OF YOUR LIFE. JUST...DON'T WORRY ABOUT US.

AND BE CAREFUL.

BEAUTIFUL. JUST WHEN I THOUGHT SHE COULDN'T BE ANY MORE DISGUSTED WITH ME.

BUT THIS IS ONE THING I'M NOT APOLOGIZING FOR. YOU THREATEN THE PEOPLE I LOVE, YOU'RE DECLARING WAR.

AND WAR IS WHAT I DO BEST.

CONGRATULATE YOURSELVES. TODAY, YOU JOIN AN ORGANIZATION THAT WILL *SHAKE THE VERY FOUNDATIONS OF HUMAN CIVILIZATION.*

THIS IS MY PROMISE TO YOU: THROUGH UNITY, DETERMINATION, AND LOYALTY...BY YOUR UNSWERVING DEDICATION TO MY *UNPARALLELED VISION...*

WE SHALL *CRUSH* ANY FOOLISH ENOUGH TO CHALLENGE US. WE WILL RISE TO HEIGHTS *UNDREAMED* OF BY THOSE WITH LESSER MINDS.

AND SOONER THAN ANYONE EVER DREAMED POSSIBLE, THE WORLD WILL *BEND ITS COLLECTIVE KNEE TO--*

PI

GRAN

OPEN

PARKER INDUSTRIES!

A *REVOLUTION* IN START-UPS! AN *OVERTHROW* OF THE TECHNOLOGY SECTOR! MARK MY WORDS, AND MARK THEM WELL... TOGETHER WE WILL *RULE THE WORLD* OF SCIENCE!

AND IN CELEBRATION OF OUR FIRST DAY, THERE IS *CAKE* IN THE CAFETERIA!

DON'T EXPECT THAT TO BE A REGULAR THING.

OKAY, PARKER, *SOMEONE'S* READ TOO MANY BOOKS ABOUT APPLYING "*THE ART OF WAR*" TO BUSINESS.

GRAND PENING

IN THE WORLD OF TECH STARTUPS, SAJANI, ANYTHING LESS THAN TOTAL COMMITMENT...

...IS COURTING DEFEAT. COME, LET US SURVEY OUR DOMAIN.

MORE POLISH, WORKER! I WANT IT TO *GLEAM!*

HEY, DON'T GET ME WRONG. I THINK YOUR APPROACH'LL GET A LOT BETTER RESULTS THAN THAT NEW AGE CRAP *MAX MODELL* WAS PEDDLING AT *HORIZON.*

OF COURSE. BECAUSE YOU'RE A WOMAN OF *VISION*... WISE ENOUGH TO INVEST IN THIS MOMENTOUS ENDEAVOR. A MOST WORTHY JUNIOR PARTNER.

NO DOUBT OUR *OTHER* FORMER COLLEAGUES WILL REALIZE WHAT YOU HAVE...ALBEIT WHEN IT'S FAR *TOO LATE.*

THEY'LL BEAT ON THE DOORS, SCREAMING, "*SAVE US!*" AND I WILL WHISPER--

GOOD HEAVENS! THAT'S *JAY JAMESON'S* CAR. IS MY *AUNT MAY* HERE?

INSIDE WITH DR. WIRTHAM.

WHY WASN'T I TOLD?

COME ON. INTERRUPTING A MONOLOGUE LIKE THAT GETS YOU FED TO THE SHARKS. WE *ARE* GETTING SHARKS, RIGHT? THE INTERNS LOOK MOUTHY.

SEE TO THINGS HERE. I MUSTN'T KEEP THEM WAITING.

HA. THE BIG, TOUGH BOSS MAN IS A MAMA'S BOY!

I MAKE NO APOLOGIES FOR SHOWING PEOPLE RESPECT THEY'VE EARNED...*OR* MAKING TWO OF MY *OTHER* LARGEST INVESTORS FEEL WELCOME.

PETER SHOULD BE FINISHED SOON. UNTIL THEN, ALLOW ME TO GIVE YOU A TOUR OF THE MEDICAL RESEARCH WING.

THAT'S VERY KIND, BUT WE'RE FINE IF YOU NEED TO BE AT THE MEETING.

NOT AT ALL. I'M A CONSULTANT, NOT AN EMPLOYEE. MY NAME IS ***ELIAS WIRTHAM.***

I KNOW ***EXACTLY*** WHO YOU ARE.

YOU-- ***DO?***

YOU TOOK OVER THE ***F.E.A.S.T. CENTER*** AFTER THAT HORRIBLE BUSINESS WITH ***MARTIN LI*** TURNING OUT TO BE A CRIMINAL. I USED TO VOLUNTEER THERE.

BLESS YOU, DR. WIRTHAM. WHATEVER ITS PROBLEMS, THAT PLACE ADDRESSED A REAL NEED IN THE COMMUNITY, AND I AM ***SO*** GLAD YOU'RE DOING SUCH GOOD WORK WITH IT.

OH--OF COURSE. I CALL IT THE ***H.E.A.R.T. CLINIC*** NOW. IN FACT, IT'S PART OF THE REASON I'M HERE.

DR. WIRTHAM IS SECRETLY THE ANTI-HERO CARDIAC! -STRESS-TEST STEVE

AFTER ALL THE TIME, MONEY AND ENERGY PETER--AND, THANKS TO HIM, ***SPIDER-MAN***--HAVE DEVOTED TO THE CLINIC, I COULD DO NO LESS.

SPIDER-MAN? PETER TOLD ME HE'D ***SEVER HIS TIES*** WITH--

OH, JAY, ISN'T PETER'S COMMITMENT TO DIVERSITY WONDERFUL?

DEFINITELY... THOUGH I'M SURE SHE GOT THE JOB ON HER MERITS.

OF COURSE. I HOPE THAT DIDN'T COME OUT WRONG.

NOT AT ALL, DEAR. I KNOW YOUR HEART'S IN THE RIGHT PLACE. I JUST DIDN'T WANT DR. WIRTHAM TO GET THE WRONG IDEA.

NO NEED TO--AH, HERE WE ARE.

AUNT MAY! JAY! I'M SO SORRY TO KEEP YOU WAITING.

WELL, YOU'RE A BUSY MAN, MR. C.E.O.! IT'S FINE, DR. WIRTHAM SHOWED US AROUND.

AND I MUST SAY, IT'S IMPRESSIVE. YOU'VE CERTAINLY PUT EVERY PENNY TO EXCELLENT USE.

NO NEED TO WORRY, JAY...PARKER INDUSTRIES WILL BE A GIGANTIC SUCCESS. AND YOU'LL BE EVEN *RICHER.*

PETER, DEAR, YOU KNOW WE BELIEVE IN YOU. YOU DIDN'T HAVE TO BRING US HERE TO SHOW US THAT.

ALL I WANT IS TO MEET YOUR NEW GIRLFRIEND. BRUNCH, THIS WEEK--YOU CAN'T REFUSE AN INVESTOR, LET ALONE TWO.

YOU--YOU REALLY MEAN IT?

DOCTOR, ARE YOU SURE IT'S SAFE?

PERFECTLY. I'VE DONE ALL THE TESTING MYSELF.

WE'D LOVE TO. BUT I DIDN'T BRING YOU HERE FOR A TOUR, AUNT MAY. I HAVE A SURPRISE.

I'VE MADE A ***BREAKTHROUGH*** IN CYBERNETIC LIMB TECHNOLOGY. WITH DR. WIRTHAM'S HELP--AND A SIMPLE OUTPATIENT PROCEDURE--

--WE'LL HAVE YOU WALKING WITHOUT THAT CANE IN NO TIME.

TRUST ME. I'VE WORKED LONG AND HARD FOR THIS MOMENT.

EVERYTHING IS GOING ***EXACTLY*** ACCORDING TO PLAN.

Prospect Heights, Brooklyn.

THE APARTMENT OF OFFICER CARLIE COOPER

THIS IS *NOT* GOOD.

LOCK'S BROKEN. CARLIE'S NOT ANSWERING CALLS, TEXTS OR EMAILS.

THE APARTMENT'S BEEN *RANSACKED*. THEY LEFT HER JEWELRY, CREDIT CARDS, EVEN CASH...

...BUT TOOK HER FILES, NOTES AND COMPUTER HARD DRIVES.

ALL THE *EVIDENCE* SHE WAS BUILDING TO PROVE A LINK BETWEEN DOCTOR OCTOPUS AND SPIDER-MAN.

WE UNDERESTIMATED THE SPIDER. SOMEHOW HE FOUND OUT WE WERE ONTO HIM. AND NO WONDER...

...HE'S GOT EYES *EVERYWHERE*. BUT I HAVE AN ACE IN THE HOLE, TOO. WHAT *DETECTIVE YURI WATANABE* CAN'T FIND OUT, *THE WRAITH* CAN.

SPIDER-MAN BETTER *PRAY* CARLIE'S OKAY. BECAUSE NOW THAT I KNOW HE'S DIRTY, I'M BRINGING HIM IN...

7A

...DEAD OR ALIVE.

IT'S *INCREDIBLE*, PETER. WE'RE VERY IMPRESSED.

AND LOOKING FORWARD TO BEING IMPRESSED BY YOUR *LADY FRIEND!*

Pier 64, along the Hudson.

HOME TO PARKER INDUSTRIES

I KNOW, AUNT MAY. I'M GOING TO CONFIRM IT RIGHT NOW.

YOU MAKE IT SEEM I'M SO CLOSE TO MY DREAM, AND THEN SUDDENLY IT'S ALL THERE...

ANNA MARIA?

COME ON IN.

THE LIGHTS--? WHAT-- OH!

YOU KNOW HOW I'VE BEEN EXPERIMENTING WITH *BIOLUMINESCENCE* AS A GREEN ENERGY LIGHT SOURCE?

WELL, MOST FISH THAT MAKE THEIR OWN LIGHT LIVE AT LOW DEPTHS, AND THEY'RE NOT PRETTY OR TASTY. SO I'VE GENETICALLY ENGINEERED THAT ATTRIBUTE IN *OTHER* SPECIES.

GLOW-IN-THE-DARK SUSHI FOR NIGHTCLUBS. AQUARIUMS THAT DOUBLE AS LAMPS. ALGAE-POWERED SECURITY LIGHTS THAT WORK EVEN WHEN BACKUP GENERATORS FAIL. NEAT, HUH?

FAR MORE THAN THAT.

IT'S... *MAGICAL.*

ANNA MARIA, WOULD YOU LIKE TO MEET...WELL... MY PARENTS?

WOW. MOVING KIND OF FAST, AREN'T WE, SLICK?

BUT THAT'S WHAT I LIKE ABOUT YOU. YOU WANT A DOCTORATE? YOU *GET IT.* YOUR OWN COMPANY? BOOM. *THERE IT IS.*

YOU HELP OUT SPIDER-MAN. YOU LOOK AFTER YOUR AUNT. ANYTHING YOU WANT TO DO, YOU JUST *DO* IT...AND DO IT *WELL.* NO EXCUSES, JUST RESULTS. YOU'RE *AMAZING.*

THANK YOU. I...HAD A CLOSE CALL RECENTLY. IT MADE ME REALIZE THAT LIFE IS...

DON'T SAY "SHORT."

NO...*PRECIOUS.* YOU HAVE TO MAKE EVERY MOMENT COUNT. IF SOMETHING IS WRONG, YOU FIX IT, AS QUICKLY AND EFFICIENTLY AS POSSIBLE.

AND IF THERE'S SOMETHING WORTH HAVING...YOU GRAB IT WHILE YOU CAN.

YOU'RE RIGHT. C'MERE.

HERE... NOW? ARE YOU SURE?

YES. I'M NOT WASTING A MOMENT EITHER. NOT WHEN SPIDER-MAN MIGHT SUDDENLY CALL YOU AWAY AGAIN. LET'S MAKE THE MOST OF THIS TIME...

...WHILE WE HAVE THE CHANCE.

Spider-Island.
SPIDER-MAN'S OPERATING BASE

ALL RIGHT, PEOPLE, WHAT'VE WE GOT?

SPIDER-BOT #281 HAS A DRUG DEAL GOING DOWN IN TOMPKINS SQUARE PARK.

ROUTE IT TO THE COPS. THEY CAN HANDLE IT. THE BOSS WANTS THE *HOBGOBLIN*...NEW, CLASSIC, WHATEVER. AND IF THE BOSS AIN'T HAPPY, AIN'T NOBODY HAPPY.

SIR, I'VE GOT A FIREFIGHT IN A WAREHOUSE NEAR THE DOCKS!

DATABASE I.D.'S THE PERPS AS THE *CRIME MASTER'S* GUYS. THE BOSS IS OUT TO TAKE DOWN ORGANIZED CRIME, RIGHT?

HOLY COW-- I'M PRETTY SURE THAT'S *VENOM* THEY'RE FIGHTING!

CALL THE BOSS AND MOBILIZE THE *ARACHNAUTS!*

I HOPE FOR YOUR SAKE THIS IS *IMPORTANT.* YOU COULD NOT HAVE CALLED AT A *WORSE TIME.*

I WAS RIGHT IN THE MIDDLE OF--NEVER MIND. *WHAT IS IT?!*

VENOM AND CRIME MASTER? IS THAT CONFIRMED? NO. YOU DID WELL. LISTEN CAREFULLY TO MY INSTRUCTIONS...

WE HAVE VISUAL ON YOU, BOSS.

ABOUT TIME. DO NOT SLOW YOUR PACE. TIME IS OF THE ESSENCE.

SIR!

YOU BROUGHT THEM?

AS YOU INSTRUCTED, SIR.

GOOD. TAKE THE OLD ONES WHILE I ENSURE THE POLICE WILL NOT GET UNDERFOOT.

SECURE LINE. CALL CHIEF PRATCHETT.

PRATCHETT, SPIDER-MAN HERE. I ASSUME YOU KNOW OF THE WAREHOUSE SHOOT-OUT? CORRECT.

SET UP A CORDON. MAINTAIN A SAFE DISTANCE. MY MEN AND I WILL BE THERE SHORTLY. I SHALL DEAL WITH THIS--*PERSONALLY.*

KLIK KLAK

WE'RE ALREADY HERE. YOU WANNA JUMP INTO THAT MESS, BE MY GUEST...

...BUT NOT UNTIL I CONFIRM YOU'VE GOT THE MAYOR'S OKAY.

OF COURSE SPIDER-MAN HAS MY FULL CONSENT! WHY WOULDN'T HE?

NOW DO AS HE SAYS!

The Office of Mayor J. Jonah Jameson.

BLAST IT!

MISS GRANT, I WANT REAL-TIME UPDATES ON THIS.

I'LL TAKE CARE OF IT, MR. MAYOR.

BUT IT'S ALL KEEPING UP APPEARANCES, ISN'T IT? I HAVE NO SAY IN THIS.

A SHOOT-OUT IN *MY CITY* AND I'M A *SPECTATOR*.

I CAN'T GO ON LIKE THIS...*BLACKMAILED* BY THAT WALL-CRAWLING MENACE. I WAS RIGHT ABOUT HIM ALL ALONG...

...FOR ALL THE GOOD IT DOES ME. BECAUSE I MADE THE MISTAKE OF TRUSTING HIM, I'M NOW HIS RUBBER STAMP...HIS PUPPET...HIS LACKEY...HIS *CLOWN*.

NO DIFFERENT THAN THOSE TINY, INFERNAL *ROBOTS* HE--

WAIT. THAT'S IT.

I KNOW *EXACTLY* WHAT I HAVE TO DO.

The Docks.

GET HIM! WHY IS IT SO HARD TO KILL THIS GUY?

YOU'RE NOT THE CRIME MASTER. HE *KNEW* WHAT I COULD DO.

HE ALSO KNEW IF HE EVER SHOWED HIS FACE AGAIN, I'D RAIN *HELL* DOWN ON HIM.

WHAT? KINGSLEY NEVER MENTIONED THAT WHEN HE SOLD ME THE FRANCHISE! THAT LYING SON OF A--

"FRANCHISE"?

WHAT KIND OF INSANITY IS--

BKRdoodown

ON YOUR KNEES. HANDS ABOVE YOUR HEAD.

THIS IS YOUR *ONLY* WARNING.

OKAY, THAT'S IT.

I'M OUT.

I SURRENDER! PLEASE, I'M NOT THE CRIME MASTER! I BOUGHT THE MASK AND NAME FROM THE *HOBGOBLIN!*

I DID SOME SMUGGLING FOR THE MAGGIA, SAVED UP A STAKE, BOUGHT A TICKET TO THE BIG LEAGUES. BUT IT IS *NOT AT ALL WHAT I EXPECTED!*

CAN YOU JUST TAKE ME TO JAIL? I CAN DO JAIL...

UNBELIEVABLE. ALL THAT FOR SOME *WANNABE* THE COPS COULD'VE HANDLED.

WELL, IT WAS KINDA OVERKILL, BUT AT LEAST IT'S FINISHED. THANKS FOR HELPING ME TAKE HIM DOWN, AVENGER.

WHAT?

I'M NOT HERE FOR THAT IDIOT.

FWOOSH

I'M HERE FOR *YOU.*

GNAAAGH!

GOD, THAT HURTS...

KEEP IT *TOGETHER*, THOMPSON! CAN'T LET THE SYMBIOTE TAKE CONTROL.

THAT WAS STUPID. I HAVEN'T REALLY "*MET*" SPIDER-MAN SINCE I STARTED WEARING THE SUIT...NOT WHEN I WAS IN CHARGE, ANYWAY. AND MY AVENGERS UNIT WAS *COVERT*.

FOR ALL HE KNOWS, I'M THE SAME SLOBBERING, OUT-OF-CONTROL MONSTER HE USED TO FIGHT.

HE HAS NO IDEA I'M A GOOD GUY, LET ALONE *FLASH THOMPSON*, HIS BIGGEST FAN.

WHICH I'D BETTER GET OVER IN A HURRY...'CAUSE IF I DON'T STOP HOLDING BACK, BEING A FAN IS GONNA GET ME *KILLED*.

FOOLS! OUT OF MY WAY!

SPIDEY, LISTEN TO ME!

HNG!

N-NO, YOU LISTEN...

...TO THE SONG OF MY *SONIC* WEBBING!

REEEE

NNAAAA!

DO YOU THINK I'M *STUPID?* I KNOW FULL WELL THAT *SOUND* IS YOUR SYMBIOTE'S WEAKNESS. AND WITHOUT THE SYMBIOTE, YOU'RE NOTHING BUT--

WAIT!

YEAH. IT'S ME... *FLASH.*

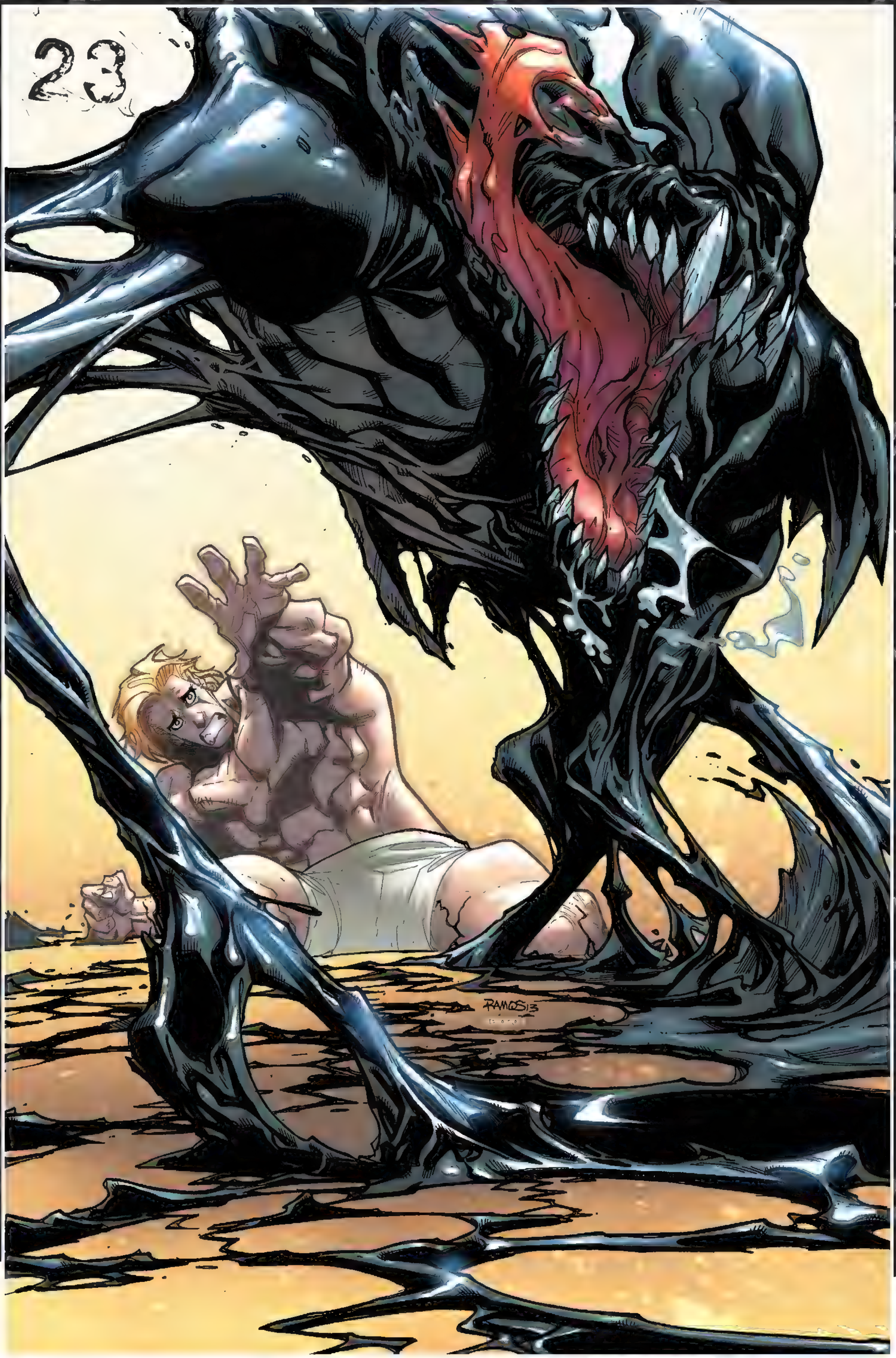
BUT IT'S NOT WHAT YOU THINK. I'M IN *CONTROL* OF THE SYMBIOTE. MAYBE I SHOULDA TOLD YOU BEFORE, BUT WHAT'S IMPORTANT IS, I'M ON THE SIDE OF THE *ANGELS.*

AND YOU CAN TRUST ME ON THIS, 'CAUSE...WELL...IT'S *ME.* AND YOU *KNOW* ME.

UH... RIGHT?

SORRY, "FLASH." YOU MUST HAVE ME CONFUSED...

...WITH SOMEONE WHO CARES!



DARKEST HOURS PART 2: COMPLICATIONS

The Docks.

CHIEF PRATCHETT, AM I NUTS, OR IS THAT THE *CRIME MASTER?*

HOLD FIRE!

PLEASE! I GIVE UP!

I'LL CONFESS! I RAN GUNS! I'LL GIVE UP MY SUPPLIERS! JUST HELP ME!

IT'S A *WAR ZONE* IN THERE! *SPIDER-MAN AND VENOM ARE OUT OF CONTROL!*

HM. MAYBE "CRIME MASTER" HAS THE RIGHT IDEA.

YOU GOT ME. *YOU WIN.*

WHAT?

YOU SAY YOU DON'T KNOW ME? FINE. BUT I KNOW *YOU.*

AND THE SPIDEY I KNOW *DOESN'T* EXECUTE PRISONERS. DOES HE?

NO...OF COURSE NOT.

IN FACT. I'M SURE THIS CAN ALL BE EASILY RESOLVED.

WITH YOUR *DEATH*. JUST GIVE ME THE SLIGHTEST EXCUSE...

I'LL NEED PROOF YOU'RE IN CONTROL OF THE SYMBIOTE. MAKE IT DO SOMETHING.

WHICH I'LL INTERPRET AS A HOSTILE MOVE, AND THEN FINISH YOU OFF.

I CAN'T TAKE THE CHANCE YOU MIGHT EXPOSE ME...AND, OF COURSE, VENOM IS A THREAT TO HUMAN LIFE THAT SHOULD HAVE BEEN PUT DOWN LONG AGO.

I'LL TRY, BUT YOU HURT THE SYMBIOTE WITH YOUR FIRE AND SONIC WEBBING.

SMOKE

SMOKE

THERE. PART OF CRIME MASTER'S ARMS SHIPMENT.

GAS GRENADES!

...LET ME *FOCUS*...

FWOOMF

KAFF! WHAT TREACHERY IS THIS?!

THAT SHOULD DO THE TRICK!

OPEN FI--! *HURK!*

SORRY...

...BUT YOUR GUYS LOOK LIKE THEY HAVE ITCHY TRIGGER FINGERS.

WHRAK

UNGH!

SO DO YOU, TO BE HONEST.

ZAK ZAK ZAK

BUT YOU'RE SUPPOSED TO BE GOOD GUYS, SO I'LL STICK TO STUN.

GET HIM, FOOLS! HIS SYMBIOTE'S WEAKENED! HE'S JUST ONE MAN!

ONE MAN WHO EARNED THE *MEDAL OF HONOR* IN COMBAT.

IT'S LIKE YOU DON'T *REALLY* KNOW ME AT ALL.

BRAKK

I KNOW ALL I NEED TO! I KNOW HOW TO HURT YOU!

FWOOOSH

BOSS, NO! THAT'S FULL OF MORE--

REEEE

BWHOOOM

--GRENADES...

THE SYMBIOTE'S FREAKING OUT. GOTTA TALK TO IT... KEEP IT FOCUSED.

EASY BUDDY. I KNOW FIRE AND SOUND ARE PAINFUL. LEAVE THE FIGHT TO ME.

I'LL GET US OUT OF HERE. ALL I NEED YOU TO DO IS MAINTAIN MY ARTIFICIAL LEGS...

...AND *ONE MORE* THING.

WHERE IS HE?

WE'LL GET HIM, BOSS. A GUY LIKE THAT'S HARD TO MISS.

IMBECILE! HIS SYMBIOTE CAN *CHANGE ITS APPEARANCE!* HE CAN HIDE IN A CROWD! SCOUR THE AREA. INTERROGATE *EVERYONE.*

BRING ME THE HEAD OF THIS FLASH THOMPSON!

WHAT'S THE IDEA HARASSING MY GUYS? DON'T TRY BLAMING US BECAUSE YOU LOST THE TARGET!

MY MEN WILL SHOW ALL DUE COURTESY. AND INTERROGATE *EACH OTHER* JUST AS THOROUGHLY.

BLAST IT. THE SYMBIOTE MUST HAVE EXPELLED ALL MY *NANO-SPIDER-TRACERS*. AND WITHOUT THEIR SIGNAL...

...I HAVE NO IDEA WHERE VENOM'S GONE.

I SUGGEST YOU STOP COMPLAINING, PRATCHETT, AND START *HELPING*.

AND I SUGGEST YOU REMEMBER THE CHIEF OF POLICE DOESN'T ANSWER TO SPIDER-MAN.

DOLT.

HELLO? WHO IS THIS? HOW DID YOU GET MY SECURE--?

PETER? FINALLY!

AH. ANNA MARIA. I'M SORRY I--

TOOK OFF?! IN THE MIDDLE OF--

BUT I HAD TO--

HELP SPIDER-MAN. I KNOW. BUT YOU OWE ME NOW, SLICK! BIG TIME!

UM. BRUNCH WITH MY PARENTS? TOMORROW. THEY'D LOVE TO MEET YOU. MY TREAT.

OH NO YOU DON'T. FOOD IS MY THING. THIS IS MY CHANCE TO WOW THEM. Y'KNOW I BETTER GET STARTED RIGHT NOW. KISSY KISSY.

I...AH... KISSY KISSY?

NO LUCK, BOSS. BUT WE'LL FIND HIM. SHOULD I PULL SOME GUYS OFF THE SEARCH FOR *HOBGOBLIN?*

NO! YOU WILL DO *BOTH* OR YOU WILL *KNOW MY WRATH!*

HOW HARD CAN IT POSSIBLY BE TO FIND SOMEONE DRESSED AS A GOBLIN?

The Goblin Underground.

MENACE, MY DEAR, I'VE TOLD YOU HOW MUCH I *LOVE* THIS LITTLE GIFT OF YOURS, HAVEN'T I?

MANY TIMES, MY LORD. I'M PLEASED YOU LIKE HER.

SUCK UP.

UNFORTUNATELY, SHE'S NOT A GIFT THAT KEEPS ON GIVING...

...ARE YOU, *OFFICER COOPER?* I'VE READ THAT LITTLE BOOK OF YOURS.

LOVE THE *TWIST* ENDING BY THE WAY. BUT IT SEEMS TO ME A *KEY* CHAPTER IS *MISSING.*

I-I DON'T KNOW WHAT YOU MEAN.

OH *REALLY?* YOUR JOURNAL MAKES IT QUITE CLEAR WHOSE MIND IS IN *SPIDER-MAN'S NOGGIN...*

LET *ME* TRY, MY LORD. MAYBE I CAN *SCRATCH* IT OUT OF HER FOR YOU.

CARLIE AND I ARE LIKE FAMILY. MAYBE IF WE HAD A LITTLE *SISTERLY CHAT?*

NEVER.

...BUT *NOT* WHOSE *FACE* IS UNDER THAT MASK! HOW COULD YOU KNOW *ONE* WITHOUT THE *OTHER? SPEAK.*

I. DON'T. KNOW.

ME NEITHER. AND THAT...*VEXES* ME. AND I FEEL LIKE I *SHOULD* KNOW...

...IT'S THAT *MADDENING* LITTLE ITCH IN THE BACK OF MY HEAD THAT I JUST CAN'T *SCRATCH*

A CAPITAL IDEA. YOU DO THAT, PET. SEE WHAT YOU CAN LEARN WHILE I'M RUNNING MY *ERRAND.*

YOU TWO ENJOY YOUR FAMILY TIME...WHILE I TEACH THE *BLACK SHEEP* OF THE GOBLIN FAMILY A *LESSON.*

Tribeca.

THE APARTMENT OF PETER PARKER.

I HAVE TO ADMIT, I'VE BEEN WONDERING WHAT AN AMAZING MIND LIKE YOURS WOULD DO WITH--

I CAN'T WAIT TO MEET YOUR FOLKS. I'M GOING TO COOK *ALL MORNING.*

I'M SURE IT WILL BE EXCELLENT, ANNA.

I'M JUST NERVOUS. THIS IS ANOTHER BIG STEP FOR US. THE FIRST TIME I'M SEEING YOUR PLACE!

OH. MY. GOD.

UH... SURELY THERE'S NOTHING UNUSUAL HERE.

YOU KNOW I DEVELOP EQUIPMENT FOR SPIDER-MAN, SO--

MUCH OF MY WORK IS AT A *CRITICAL STAGE.*

PETER. IF YOU WON'T DO IT FOR AUNT MAY, DO IT FOR *ME.* SO I'M NOT WORRYING ABOUT IT WHEN I MEET HER.

THERE'S DEVELOPING, AND THERE'S *HOARDING.* WHAT WERE YOU GOING TO DO, MAKE YOUR POOR OLD AUNT TRIP OVER *SPIDER-BOTS* ON THE WAY TO THE BATHROOM?

WE HAVE TO CLEAN THIS UP *RIGHT AWAY.*

YOU WANT TO MAKE ME *HAPPY,* DON'T YOU?

I...

I...

MORE THAN ANYTHING.

Presbyterian Hospital.
SUPPLY CLOSET.

I KNOW YOU'RE HURTING. JUST MAINTAIN THE DISGUISE A FEW MINUTES LONGER.

AFTER ALL THIS TIME, I'M STILL NOT SURE WHAT YOU'RE MADE OF, SO JUST TELL ME IF THERE'S ANYTHING HERE THAT'LL MAKE YOU FEEL BETTER...

THERE WE GO. AND WE DIDN'T EVEN HAVE TO BREAK INTO THE CONTROLLED SUBSTANCES.

YOU DON'T HAVE TO BE MY LEGS ANYMORE. JUST GIVE ME SOMETHING TO WEAR. IT'S A FINE LINE BETWEEN "*AMERICAN HERO*" AND "*CREEPY NAKED GUY.*"

NEXT ORDER OF BUSINESS: FIND SOMEWHERE TO LIE LOW. CAN'T RISK PUBLIC PLACES, AND BETTY GOT MY MOM OUT OF TOWN WHEN I THOUGHT CRIME MASTER WAS AFTER THEM...

WHEELCHAIRS! GOOD NEWS, BUDDY...WE'RE MOBILE. NOW WE CAN ***BOTH*** GET A REST.

MJ'S? TRY AGAIN. THAT PLACE IS NEW YORK'S HOTTEST CLUB. IT'S, LIKE, ***EXCLUSIVE.***

YEAH...FOR ***US!*** COPS, FIREMEN AND FIRST RESPONDERS GET IN FREE. SHOW OF APPRECIATION BY THE OWNER.

MARY JANE! GUESS I DO STILL HAVE FRIENDS IN THE CITY. 'COURSE, AS A WANTED FUGITIVE, I CAN'T GO ANYWHERE NEAR A PLACE THAT'S GONNA BE FULL OF POLICE.

BUT HEARING MJ'S NAME REMINDS ME THERE'S ***ANOTHER*** FRIEND I CAN REACH OUT TO.

MJ's Nightclub.
CHELSEA

WELCOME, ONE AND ALL, TO THE *GRAND REOPENING* OF MJ'S! I'M SO HAPPY TO SEE YOU ALL HERE TONIGHT...

...AND JUST PLAIN GLAD TO BE HERE. AS MANY OF YOU KNOW, WE HAD A FIRE. IF NOT FOR *PEDRO OLIVERA* AND THE BRAVE MEN AND WOMEN OF LADDER 22...

...WELL, NOT ONLY WOULDN'T THERE BE AN MJ'S, THERE WOULDN'T BE AN *MJ*.

SO LET'S DRINK A TOAST TO OUR FIRST RESPONDERS. THESE DOORS ARE ALWAYS OPEN TO YOU... FREE OF CHARGE. IT'S THE LEAST I CAN DO.

WHAT DO YOU THINK, OLLIE? BETTER THAN LAST TIME YOU WERE HERE?

I DUNNO. LAST TIME I GOT TO SWEEP A BEAUTIFUL WOMAN OFF HER FEET.

WELL, WHY DON'T WE HEAD ONTO THE DANCE FLOOR AND SEE IF YOU CAN MANAGE IT *AGAIN*--

MARY JANE WATSON?

CAPTAIN YURI WATANABE, N.Y.P.D. HAVE YOU SEEN CARLIE COOPER?

CARLIE HASN'T SHOWN UP YET. I HATE TO BE RUDE, BUT WE WERE ABOUT TO HIT THE FLOOR...HOW ABOUT A DRINK ON THE HOUSE WHILE YOU WAIT?

I'M NOT HERE FOR THE PARTY. CARLIE'S *MISSING*.

AND THE LAST CALL MADE FROM HER PHONE WAS TO *YOU*, MS. WATSON.

OH MY GOSH. I'VE GOT A ZILLION MESSAGES FROM CONTRACTORS, PAINTERS, STAFF...

I MUST HAVE MISSED IT. LET ME--

IF SHE LEFT A MESSAGE, I'D LIKE TO HEAR IT TOO.

UM, ALL RIGHT, BUT LET'S GO IN MY OFFICE. FOR...PRIVACY.

DON'T WORRY. I'M SURE YOUR FRIEND'S FINE.

--WHATEVER YOU DO, FOR YOUR OWN SAKE...STAY FAR AWAY FROM PETER PARKER.

WHAT DOES SHE MEAN?

I... HAVE NO IDEA.

I MEAN, WE BOTH USED TO DATE PETER. BUT THAT'S *OVER*...ON BOTH COUNTS. WE'RE ALL FRIENDS NOW.

SHE SOUNDED *AFRAID* OF HIM.

IS THERE SOMETHING ABOUT PETER PARKER THAT MAKES HIM DANGEROUS? OR EVEN JUST SOME *SECRET*...SOMETHING THAT HAS MEANING TO BOTH YOU AND CARLIE?

I...I...

I CAN'T THINK OF ANYTHING. I'M SORRY. I COULD CALL PETER AND--

NO. I'D PREFER YOU DIDN'T MENTION THIS TO *ANYONE*. I DON'T WANT TO ALARM YOU, BUT CARLIE'S SAFETY COULD BE AT STAKE.

AND PETER PARKER JUST BECAME A *VERY* STRONG PERSON OF INTEREST.

TSK. SO DISORDERLY. I COULD EASILY BUILD A COMPREHENSIVE, MECHANIZED STORAGE SYSTEM--

NOT BEFORE BRUNCH.

HOW ABOUT GETTING THE DOOR INSTEAD? I'M UP TO MY ELBOWS HERE.

NOK NOK

GOOD HEAVENS.

FLASH THOMPSON?

I KNOW--LAST YOU HEARD I WAS IN PHILLY. I'M IN TOWN FOR WORK AND HAD SOME TIME OFF... WOULD'VE CALLED, BUT MY PHONE DIED.

HEY, IS IT COOL IF I HANG OUT FOR A WHILE? CATCH UP?

OH, HELLO. WHO'S THIS, PETER?

THIS...WHY, THIS...IS FLASH THOMPSON. HE'S... MOST *DEFINITELY* FLASH THOMPSON.

UH, FLASH, ALLOW ME TO INTRODUCE ANNA MARIA MARCONI.

IT'S A PLEASURE. SORRY TO BARGE IN. ME AND PETE GO WAY BACK.

YES.

WE'RE... LONGTIME FRIENDS.

HE'S BEING NICE. I USED TO GIVE HIM HELL IN HIGH SCHOOL...BUT WE'VE BOTH CHANGED A LOT SINCE THEN, RIGHT, BUDDY?

I'D LOVE TO HEAR WHAT PETER WAS LIKE BACK THEN, BUT WE'RE ACTUALLY ABOUT TO LEAVE...HIS AUNT IS HAVING A MEDICAL PROCEDURE.

ACTUALLY, IT'S QUITE MINOR, AND SHE'S IN EXCELLENT HANDS WITH DR. WIRTHAM. PLEASE STAY, FLASH.

YOU SURE?

ABSOLUTELY. WE HAVE...A GREAT DEAL TO TALK ABOUT.

Parker Industries.
PIER 64 ALONG THE HUDSON.

THAT SHOULD DO IT, MRS. JAMESON. THE CYBERNETICS HAVE REPLACED THE DAMAGED PORTIONS OF YOUR LEG, AND THEY SEEM TO HAVE CONNECTED NICELY WITH YOUR NERVOUS SYSTEM.

WHY, THAT BARELY TOOK FIVE MINUTES. YOU DIDN'T MAKE AN INCISION...OR EVEN USE ANESTHESIA!

IT'S NANOTECH. MICROSCOPIC. THERE SHOULD BE NO DISCOMFORT WHATSOEVER. YOUR NEPHEW REALLY IS A GENIUS.

AN *ABSENT* GENIUS. HE DID TEXT TO MAKE SURE IT WENT WELL, BUT AFTER HOW ATTENTIVE HE'S BEEN TO YOU LATELY, DEAR...

...WELL, I'D HATE TO THINK HE'S BACKSLIDING TO HIS OLD THOUGHTLESS WAYS.

HUSH UP, JAY. PETER HAS THIS ENTIRE COMPANY TO RUN. AND WE'RE MEETING HIS NEW GIRLFRIEND IN JUST A COUPLE HOURS. I'M QUITE HAPPY WITH HOW HE'S BEEN DOING.

THAT'S NOT ALL YOU SHOULD BE HAPPY ABOUT.

OH...?

OH! MY CANE...

YOU WALKED ON YOUR OWN. NO LIMP, NO PAIN.

NOW I AM A LITTLE UPSET PETER WASN'T HERE. THIS IS TRULY A MIRACLE.

IT'S THIS WORKAHOLIC MENTALITY NOWADAYS. MY SON DIDN'T MAKE IT EITHER. I REALIZE HE'S THE MAYOR...

...BUT I'D LOVE TO KNOW WHAT HE CONSIDERS MORE IMPORTANT THAN FAMILY.

Alchemax Corporate Headquarters.

ALCHEMAX

MISS ALLAN, I CAN'T STRESS ENOUGH HOW CRUCIAL IT IS THAT NO ONE OUTSIDE THIS ROOM KNOW WHAT WE'RE WORKING ON.

PLEASE, MR. MAYOR. I REALIZE ALCHEMAX IS A NEW ENTITY, BUT I'VE BEEN RUNNING *ALLAN CHEMICAL* FOR YEARS. THIS ISN'T MY FIRST RODEO.

MR. BANKS HAS PERSONALLY SEEN TO IT THAT OUR PROTECTION AGAINST ESPIONAGE-- CORPORATE AND OTHERWISE-- IS THE MOST ADVANCED IN THE WORLD.

I SHOULD HOPE SO. BECAUSE OUR OPPOSITION HAS EYES *EVERYWHERE*. BUT VERY WELL, LET'S CUT TO THE CHASE.

TEK

PATROLS WON'T CUT IT ANYMORE. WE NEED CITY-SANCTIONED *SPIDER-SLAYERS*.

WITH THE DEATH OF BOTH GENERATIONS OF SPIDER-SLAYER CREATORS, AND THE SEIZURE OF THEIR EQUIPMENT BY AUTHORITIES...

...ALL THEIR RESEARCH IS AVAILABLE TO ME. AND, THEREFORE, *YOU*.

THESE ARE SCHEMATICS FOR THE CITY'S ANTI-SPIDER PATROL ARMOR. AND THEY ARE *INADEQUATE*.

I WANT IMPROVEMENTS. *UPGRADES*.

MAYOR JAMESON... THE SPIDER-SLAYER *MURDERED YOUR WIFE.* DO YOU REALLY WANT--

WHAT I *WANT* IS FOR THAT MONSTER'S WORK TO BE USED IN THE CAUSE OF *JUSTICE!*

LISTEN TO ME. I...*KNOW THINGS* ABOUT SPIDER-MAN. HE'S NOT WHAT HE APPEARS TO BE...THE HERO HE WANTS THE PUBLIC TO THINK HE IS.

WE NEED TO BE PREPARED. AND IF YOU DON'T WANT THE CONTRACT, MS. ALLAN, I'LL FIND SOMEONE WHO DOES.

THAT WON'T BE NECESSARY. IF YOU'RE OKAY WITH IT, SO AM I. IN FACT, I'LL PUT MY BEST PEOPLE ON IT. MR. BANKS, BUZZ THEM IN.

MAYOR JAMESON, THIS IS OUR TOP RESEARCHER, *TIBERIUS STONE*--WHOSE STELLAR WORK AT *HORIZON LABS* YOU MAY BE FAMILIAR WITH...

...AND HIS ASSISTANT, *MICHAEL O'MARA.*

STONE. NO OFFENSE TO YOUR ASSISTANT, BUT GIVEN THIS PROJECT'S IMPORTANCE, IT MIGHT BE BEST TO STICK TO *SENIOR* PERSONNEL.

OH, DON'T UNDERESTIMATE MIKE. HE MAY BE YOUNG, BUT HE'S A VISIONARY.

REALLY *AHEAD OF HIS TIME.*

I'M NOT ABOUT TO ARGUE WITH THAT.

BECAUSE IT'S TRUE! "MICHAEL O'MARA" IS REALLY MIGUEL O'HARA— ALIAS THE SPIDER-MAN OF 2099! -STUCK-IN-THE-90'S STEVE

Tribeca.

HERE YOU GO, EVERYBODY...

...WHEATCAKES!

WHAT AN... *INTERESTING* CHOICE, DEAR.

I FOUND THE RECIPE STUCK TO PETE'S FRIDGE, SO I FIGURE HE MUST LIKE IT...AND I'M DYING TO SEE WHAT HE THINKS OF MY IMPROVEMENTS.

"IMPROVEMENTS?"

CINNAMON, VANILLA BEAN, JUST A TOUCH OF CARDAMOM...

OH. OH MY GOODNESS, THIS IS *AMAZING*...

...

...UH, FOR A FIRST TIME USING THE RECIPE. CLEARLY ANNA MARIA WORKED *VERY HARD* PREPARING ALL THIS.

YES, OF COURSE SHE DID. AND WE *DO* APPRECIATE IT.

I'M JUST GONNA GO OUT ON A LIMB HERE-- PETER DIDN'T MENTION I'M A LITTLE PERSON.

IT DOESN'T OCCUR TO HIM. WHICH I ADORE. BUT IF YOU HAVE ANY QUESTIONS, PLEASE FEEL FREE TO ASK.

I *WAS* WONDERING ABOUT...WELL... *CHILDREN.*

AUNT MAY!

SHE BROUGHT IT UP. I WAS ONLY CURIOUS, IF SHE HAD CHILDREN WOULD THEY BE--

LIKE THEIR *MOTHER?*

I'M NOT PREJUDICED. BUT YOU CAN'T BLAME AN OLD WOMAN FOR WORRYING ABOUT HER GRANDCHILDREN--

MAY!

"WORRYING" ONLY IN THE SENSE THAT I'M SURE THERE ARE... CHALLENGES!

PETER, IT'S OKAY.

I SHOULD GO--

NO!!

CALM DOWN. IT'S ALL--

UH... THAT IS TO SAY...I HAVE SOMETHING VERY IMPORTANT TO DISCUSS WITH YOU, FLASH.

IT'S REALLY A HAPPY ACCIDENT YOU DROPPED BY. AFTER AUNT MAY'S PROCEDURE WENT SO WELL, I FEEL I CAN ACCELERATE THE TIMETABLE FOR PHASE TWO...

...FULL ARTIFICIAL LIMBS.

OH, UH...PETE, I DON'T KNOW WHAT TO SAY. THAT'S REALLY TOUCHING. BUT I'VE GOT A LOT OF STUFF I NEED TO GET BACK TO IN PHILLY--

FLASH, BUDDY, I CAN HAVE YOU WALKING BY THE END OF THE DAY.

TO BE HONEST, THIS IS A REALLY BAD TIME.

FLASH, IF THIS WORKS, I CAN IMMEDIATELY BEGIN HELPING OTHER AMPUTEES.

VETERANS WHO'D GIVE *ANYTHING* TO PICK UP THEIR CHILDREN...DANCE WITH THEIR LOVED ONES...GO BACK TO OLD JOBS.

IF YOU WON'T DO IT FOR YOURSELF...

WILL YOU DO IT FOR THEM?

Parker Industries.
ONE HOUR LATER
READY, FLASH?
AS I'LL EVER BE.
I NOTICE YOU'VE ADDED TO THE EQUIPMENT. WHAT EXACTLY--
START FIRING UP THE MACHINES, DOCTOR. I'LL ONLY BE A MOMENT.
I JUST THOUGHT OF SOMETHING. I HAVE SOME... IMPLANTS. ANY CHANCE THAT COULD BE A PROBLEM?
YOU MEAN METAL PLATES, PINS, THAT SORT OF THING? NO. NO PROBLEM AT ALL.
GREAT.
JUST SOME NIPS AND TUCKS. LAST-MINUTE IMPROVEMENTS. I'LL WALK YOU THROUGH IT WHEN WE'RE DONE.
THERE'S NOTHING TO BE AFRAID OF. THINK OF THE PEOPLE YOU'RE HELPING.
BELIEVE ME, THAT'S *ALL* I'M THINKING OF.
PETER? WHERE ARE YOU GOING?
NOT TO WORRY, WIRTHAM. I'M CALLING IN A SPECIALIST FOR A LAST MINUTE CONSULTATION. HE SHOULD BE HERE...

"...ANY MINUTE NOW."

SPIDER-MAN? YOU'RE PETER'S "SPECIALIST?"

I'VE ACTUALLY USED THIS EQUIPMENT IN THE FIELD. I'M FAMILIAR WITH ITS QUIRKS.

WELL, I *HAVE* SEEN YOUR MEDICAL SKILL FIRST-HAND. BUT THAT WAS IN MY... "*OFF-THE-BOOKS*" CLINIC.

IN THIS CASE, EXCESSIVE USE OF ***MASKED VIGILANTES*** COULD HURT OUR CHANCES OF F.D.A. APPROVAL.

CALM YOURSELF, DOCTOR. I'LL LEAVE ALL THE ACTUAL MEDICINE TO YOU.

THIS IS ONLY A DIAGNOSTIC. TO SEARCH CORPORAL THOMPSON'S BODY FOR ANY... ***ANOMALIES.***

REALLY JUST A MORE SOPHISTICATED FORM OF THE COMMON ULTRASOUND.

I SEE. WELL, GO AHEAD, THEN.

"I CAN'T IMAGINE ***SONIC IMAGING*** CAUSING ANY PROBLEMS."

VREEEEE

HEY, WHAT'S--

GNNAAAAGHH!

SKREEEEEEE!

IT WORKED! THE SYMBIOTE'S BEEN EXTRACTED AND CONTAINED!

WHAT IN HEAVEN'S NAME JUST HAPPENED?

W-WHAT...THE HELL...DID YOU *DO?*

SAVED YOU.

I REMOVED A DEADLY ALIEN SYMBIOTE FROM YOUR BODY...AND GAVE YOU THE GIFT OF MOBILITY.

OR HADN'T YOU NOTICED YOU'RE *STANDING?*

THAT THING'S ALIVE? HOSTILE?

WE'RE SAFE. I BASED THE CONTAINMENT UNIT'S DESIGN ON ONE *REED RICHARDS* USED TO HOLD IT BEFORE.

YOU TALKED TO PETE? SET THIS WHOLE THING UP?

OF COURSE. I'M SORRY FOR THE DECEPTION, BUT WHATEVER YOU KNEW, THE SYMBIOTE WOULD HAVE KNOWN.

THOOM THOOM

YOU *DON'T* UNDERSTAND! I HAD THE SYMBIOTE UNDER CONTROL! BUT NOW IT'S IN PAIN, SCARED, ISOLATED...

AND A HELL OF A LOT STRONGER THAN YOU REMEMBER!

THOOM THOOM THOOM

KSSHHH

GMPPH!

OH, GOD.

WHAT *IS* IT?

WE... ...ARE... ...THE SUPERIOR VENOM!

#22 VARIANT

BY J. SCOTT CAMPBELL & EDGAR DELGADO

DARKEST HOURS PART 3: DARK EMBRACE

Parker Industries Med-Lab.

SSSUPERIORRR...

STAY BACK, WIRTHAM. SPIDER-MAN CAN'T CONTROL THE SYMBIOTE LIKE I CAN.

IT'S IN PAIN... SCARED AND CONFUSED. MAYBE IF I OFFER IT A SAFE PLACE TO GO...

OLD HOST... BAD. TASTES... WRONG.

WANT TO GO HOME.

THAT'S IT. COME TO FLASH.

BACK WHERE YOU *BELONG.*

I THINK *NOT!*

WHRAMM

GUHH--!

YOUR PLEBEIAN BRAIN CAN'T HOPE TO COMMAND A CREATURE LIKE THIS.

BUT WITH *MY* MIND BRINGING IT TO HEEL...THERE IS *NO LIMIT* TO WHAT I CAN DO.

I CAN TELL YOU'RE NOT THINKING CLEARLY. BUT I CAN ALSO SEE YOU'RE *DANGEROUS.*

EITHER TAKE MY ADVICE AS A DOCTOR, AND RELINQUISH THE SYMBIOTE...OR, AS *CARDIAC,* I'LL *TAKE* IT FROM YOU.

ZZ-AT-T

HYPOCRITE. THIS FROM A MAN WHO CAN'T CONTROL HIS *OWN* POWER...

...WITHOUT HIS METAL MESH SKIN.

AGH!

SHRIPP

KH-HKK--

PHYSICIAN, HEAL THYSELF.

YOU'LL REPAIR THAT EVENTUALLY. WHEN YOU DO, REMEMBER...

...A *TRUE* MONSTER WOULD HAVE *GUTTED YOU LIKE A FISH.*

WHAT THE HELLO KITTY IS GOING ON IN THERE?

WE'RE NOT SURE, SAJANI, BUT IT SOUNDS BAD. WE WERE JUST DEBATING WHETHER TO OPEN THE DOOR OR--

WHOA.

ONE SIDE, WOMAN.

OH MY GOD. GET ME AN EMERGENCY KIT! THESE MEN NEED IMMEDIATE HELP...

...IF THEY'RE NOT *ALREADY DEAD!*

I'VE NEVER FELT SO *ALIVE!* THE SHEER POWER OF THIS SYMBIOTE IS *INCREDIBLE!*

OF COURSE PARKER COULDN'T HANDLE IT. ONLY *MY* IRON WILL CAN LEASH SUCH A BEING.

THOMPSON WILL CLAIM OTHERWISE...TRY TO TAKE IT *BACK*. BUT I WON'T LET HIM. I MUST SHOW IT'S IN BETTER HANDS WITH ME.

TEK

I'LL *PROVE* I'M IN FULL CONTROL. *PUBLICLY* AND *DEFINITIVELY.*

Spider-Island.

ATTENTION, SPIDERLINGS! I MUST MAKE MY PRESENCE FELT!

ALERT ME TO ANY CRIMINAL ACTIVITY. NO MATTER HOW MINOR.

"AND PROGRAM THE SPIDER-BOTS TO DO THE SAME."

I WANT *IMMEDIATE RESULTS*, DO YOU HEAR?

FIND ME SOME CRIME!

Across town.

M-MAYDAY... WE JUST GOT HIT BY *THE GRIZZLY*...

THAT WAS THE LAST GUY. I'M *THE BRUIN*. GET IT RIGHT, I'M TRYING TO BUILD A REP HERE.

YES, BRANDING *IS* EVERYTHING.

HOBGOBLIN? YOU DON'T WASTE ANY TIME.

WELL, YOU DID SELL ME THE SUIT...SO HERE'S YOUR CUT.

CHEER UP. THERE'S MORE WHERE THIS CAME FROM.

AND MORE IDIOTS LIKE YOU, WHO CAN'T TELL *ONE* GOBLIN FROM *ANOTHER*.

THERE ARE ONLY *TWO* KINDS. THE ONE TRUE *GREEN* GOBLIN...

...AND THOSE WHO *SERVE* HIM... WHETHER THEY KNOW IT OR NOT!

HA HA HA HA!

Parker Industries.

I'VE MANAGED TO SEAL THE WOUND...FOR NOW. BUT WE'LL NEED MORE OF YOUR SPECIAL MESH.

LATER. I HAVE TO GO AFTER THAT CREATURE...

WHOA THERE, COWBOY. YOU'RE NOT EVEN IN SHAPE TO WALK. BUT YOU'RE STILL BETTER OFF THAN CORPORAL THOMPSON.

XENOBIOLOGY'S MY FIELD. I'M GONNA TAKE A WILD GUESS: YOU'VE BEEN USING *CHEMICALS* TO HELP CONTROL THE SYMBIOTE?

YEAH. AND THE LONGER IT GOES WITHOUT 'EM, THE HARDER IT'LL BE TO--

LISTEN. THOSE DRUGS--AND THE SYMBIOTE--CHANGED YOUR BIOLOGY. YOUR BODY *NEEDS* THAT CREATURE IN YOU TO *SURVIVE.*

IF WE DON'T GET IT BACK INSIDE YOU SOON...YOU *WILL* DIE!

WHAT?! HOW LONG ARE WE TALKING, DOC? WEEKS? DAYS?

HOURS, CORPORAL. AT BEST.

GOOD LORD. WE HAVE TO TRACK IT!

EASIER SAID THAN DONE. THE SYMBIOTE CAN CAMOUFLAGE ITSELF... LOOK LIKE ANYTHING. AND SPIDEY'S TELLING IT WHAT TO DO.

NO ONE WILL EVER SEE HIM... UNLESS HE *WANTS* TO BE SEEN.

SPIDER-BOT #472: MUGGING IN PROGRESS. ALPHABET CITY.

YOU FANCY YOURSELF A PREDATOR? SEE HOW *YOU* LIKE BEING THE PREY!

SPIDER-BOT #211: PURSE SNATCHER ACTIVE, GREENWICH VILLAGE.

THIS CITY HAS A PROTECTOR... A *LETHAL* PROTECTOR.

Exit

P-PETER...

ANNA MARIA? ARE YOU CRYING?

I KNOW YOU'RE BUSY--

SPIDER-BOT #845: TEXTING WHILE DRIVING.

ASK YOURSELF: WAS THAT TEXT WORTH YOUR LIFE?

OH, MY GOD!!

INCOMING CALL FROM SAJANI JAFFREY.

SAJANI, I'M BUSY. OFF-SITE.

YOUR FRIEND'S HURT, BAD--

YOU CAN HANDLE IT. I HAVE ANOTHER CALL COMING IN.

TEK!

SPEAK!

THERE IS *NOTHING* MORE IMPORTANT TO ME THAN YOU. I'LL BE *RIGHT THERE.*

WHATEVER'S WRONG...I *WILL* FIX IT.

Roderick Kingsley's safe house.

YOU HAVE GOT TO BE KIDDING!

LOOK AT THE STATE OF MY FRANCHISES! *MYSTERION*, MISSING. THE *URICH* KID, EXPOSED AND IN THE WIND. *BLUE STREAK*, BUSTED.*

*SEE SUPERIOR SPIDER-MAN TEAM-UP #5, SUPERIOR SPIDER-MAN #16, AND MIGHTY AVENGERS #1 - SYNERGIZIN', STEVE

AND NOW YOU THREE IDIOTS GAVE *MY* CUT OF YOUR PROFITS TO SOME RANDOM GUY?

HE LOOKED JUST LIKE YOU, BOSS. I MEAN, THE OUTFIT.

BLAZE IS RIGHT. WHO ELSE BUT YOU KNOWS I'M IN NEW YORK FOR A DELIVERY?

SHUT UP, DEVIL-SPIDER. I *MADE* YOU... AND IF I DON'T GET MY MONEY, I'LL SHUT YOU *DOWN.*

WHERE ARE WE SUPPOSED TO GET THAT KINDA SCRATCH?

THAT'S *YOUR* PROBLEM. FIGURE IT OUT...AND *FAST.*

Anna Maria's Apartment.

ANNA MARIA!

WHAT'S WRONG? IF SOMEONE'S HURT YOU, I'LL--

SNIFF--NO. I'M WORRIED I HURT *YOU*...YOUR RELATIONSHIP WITH YOUR AUNT MAY.

IT'S PERFECTLY NATURAL. SHE DIDN'T KNOW I WAS A LITTLE PERSON. SHE WASN'T MEAN, JUST SURPRISED.

I THOUGHT I WAS WAY PAST IT GETTING TO ME. BUT SEEING THAT LOOK FROM THE "*MOM*" OF THE GUY I CARE ABOUT SO MUCH...

AND OBVIOUSLY IT SHOWED ON IN MY FACE, WHICH IS WHY YOU WENT BALLISTIC. BUT PETER, IT'S NOT HER FAULT. IT'S MINE. DON'T BE MAD AT HER.

THE FAULT WAS MINE. I SHOULD HAVE SPOKEN TO AUNT MAY...AND I'M GOING TO RECTIFY THAT BY DOING SO NOW.

DON'T WORRY, MY DEAR. SHE WILL *NOT* BE A PROBLEM...

The Goblin Underground.

YOU *THREW AWAY THE MONEY?*

IT WAS CUMBERSOME. AND UNIMPORTANT. THE *MESSAGE* IS WHAT MATTERS.

REALLY, URICH. I CAN'T UNDERSTAND HOW KINGSLEY TERRIFIED YOU SO. HE JUST DOESN'T HAVE THE RIGHT STUFF IN THE GOBLIN DEPARTMENT.

HE'S GOING TO FIND OUT QUITE *PAINFULLY* HOW THE REAL GOBLIN DEALS WITH PRETENDERS.

ANY PROGRESS, *MENACE?* HAS DEAR CARLIE TURNED CHATTY?

NO. SHE'S *STUBBORN.*

WELL, YOU TRIED IT YOUR WAY.

NOT TELLING YOU ANYTHING...

NOW WE'LL DO IT *MINE.*

YOU'RE GOING TO KILL HER? SHE *IS* MY SISTER.

I DON'T SEE THE RESEMBLANCE...

WHA-- WHAT IS THAT?

...BUT *THIS* SHOULD FIX THAT PROBLEM NICELY.

GOBLIN FORMULA.

LILY, DON'T LET HIM DO THIS! *PLEASE!*

SSFFT

HKK-KOFF

I'M JUST WELCOMING YOU TO THE FAMILY. ONE WHERE WE DON'T KEEP SECRETS...

...ESPECIALLY ABOUT *SPIDER-MAN.* HAHA HAHAHA HA!

HGGKK

Central Park West.

CARLIE, IT'S MJ. I'M HOPING--PRAYING--YOU GET THIS. I HEARD YOUR MESSAGE...ABOUT STAYING AWAY FROM PETER.

I NEED TO KNOW *WHY*. I WANT TO HELP, BUT I DON'T KNOW WHO I CAN TRUST.

THIS WOMAN, *CAPTAIN WATANABE*, SAYS SHE'S A FRIEND OF YOURS, BUT I GET A WEIRD VIBE...LIKE SHE'S HIDING SOMETHING.

I'LL DO WHAT YOU ASKED--I'M GOING TO WARN MAY AND JAY NOW. BUT I *REALLY* NEED TO TALK TO YOU. CALL ME...

AND BE SAFE.

MARY JANE WATSON TO SEE MAY AND JAY JAMESON.

I'LL LET THEM KNOW YOU'RE HERE.

IT'S BEEN FAR TOO LONG SINCE WE SAW MARY JANE. WHAT A NICE--

NOK NOK

--SURPRISE...

PETER? THE DOORMAN DIDN'T TELL US YOU--

I GAVE YOU YOUR *LEG* BACK. AND YOU REPAY ME BY HUMILIATING *MY WOMAN?*

HOW DARE YOU DO THAT TO ME?

NOW *HOLD ON!* I WILL *NOT* LET YOU SPEAK TO YOUR AUNT THAT WAY!

NO, HE'S RIGHT. I HURT THAT POOR GIRL WITH QUESTIONS I HAD NO RIGHT TO ASK.

BECAUSE *YOU* DON'T TELL ME *ANYTHING* ANYMORE, PETER! YOU *LIED* WHEN YOU SAID YOU'D QUIT WORKING FOR SPIDER-MAN!

I SAW WHAT HE DID TO THAT MAN WHO KIDNAPPED ME!

HE'S A MONSTER! I *FORBID* YOU TO HAVE ANYTHING TO DO WITH HIM!

SEE SSM ANNUAL #1 ON SALE NOW! -SW

WHAT?

YOU...

..."FORBID"...

...ME...?

PETER!

WE NEED TO TALK. PRIVATE STUFF.

COME OUT ON THE BALCONY WITH ME. *NOW.*

MARY JANE? WHAT IS THE MEANING OF--?

NO! YOU DON'T DEMAND ANSWERS FROM ME. *I* DEMAND ANSWERS FROM YOU.

WHAT IS GOING ON WITH YOU LATELY? YOU'RE ACTING LIKE A *COMPLETELY DIFFERENT PERSON!* AND WHAT DO YOU KNOW ABOUT CARLIE--

ONE MOMENT.

TEK

BOSS, WE GOT A HEIST IN THE DIAMOND DISTRICT.

MARY JANE, THERE'S AN EMERGENCY. GO MAKE THE PROPER EXCUSES.

THIS IS WHAT I'M TALKING ABOUT! YOU ACT LIKE THE WHOLE WORLD'S HERE TO SERVE YOU! *YOU CAN'T TREAT PEOPLE LIKE THAT!*

ON THE CONTRARY...

...I CAN DO *ANYTHING.*

OH MY GOD.

NO! NOT AGAIN!!

TELL THE OTHERS THAT SPIDER-MAN SUMMONED ME. OR TELL THEM NOTHING, AND I WILL DEAL WITH IT LATER.

BUT DO NOT CROSS ME WOMAN.

OR THERE WILL BE CONSEQUENCES.

POLICE! NOBODY MOVE!
MARY JANE!
STAY BEHIND ME.
WHERE'S PETER?
PARKER WAS HERE? WHERE'D HE GO?
I...I... S-SPIDER-MAN CAME AND GOT HIM.
YOU SCREAMED LIKE THAT BECAUSE OF SPIDER-MAN? WHY?
I WAS... STARTLED.
THAT'S IT. YOU KNOW MORE THAN YOU'RE TELLING. YOU'RE COMING DOWN TO THE STATION-- NOW.
WAIT! WHAT ABOUT PETER? WHAT'S HAPPENING?
HAS THE WHOLE WORLD GONE INSANE?

The Diamond District.

HA! THIS IS AWESOME!

DAMN RIGHT. NOBODY CAN STAND UP TO ALL THREE OF US. AND AS FOR OUR REP...THIS IS GONNA MAKE ONE *HELL* OF AN INTERNET VIDEO.

YOU AMERICANS AND YOUR OBSESSION WITH FAME. I PREFER TO TAKE MY SHARE OF THE DIAMONDS, RETURN TO SOUTH AMERICA, AND NEVER BE SEEN AGAIN.

YOU WISH TO DISAPPEAR. EH?

KRRRRMPP

I CAN ARRANGE THAT.

The 18th Precinct.

I GET ONE PHONE CALL, RIGHT?

POLICE

YOU'RE NOT UNDER ARREST...YET. BUT IF YOU WANT TO PLACE A CALL, GO AHEAD.

MAKE IT A *GOOD* ONE.

I PLAN TO.

HELLO? ANYONE THERE? PLEASE!

TEK

HOW DID YOU GET THIS NUMBER?

I'M A FRIEND OF SPIDER-MAN'S. HE GAVE IT TO ME FOR EMERGENCIES AND--YOU HAVE TO HELP HIM!

HE'S BEEN TAKEN OVER BY THE VENOM SYMBIOTE!

BOZHE MOI!

DON'T WORRY, MA'AM. JUST TELL US WHERE YOU SAW HIM LAST...

...AND LEAVE THIS TO

THE AVENGERS

DARKEST HOURS PART 5: BEFORE THE DAWN

The Diamond District.
ROBBERY IN PROGRESS

KRAKKH

UNHH!

OH, MY GOD, BRUIN!

SPIDER-MAN'S NOT THAT STRONG! WHO *ARE* YOU?

WE ARE...

I AM...THE SUPERIOR VENOM AND YOU, BLAZE, ARE THE ONLY TRUE THREAT IN THIS COLLECTION OF IDIOTS.

THOUGH A MINOR ONE...

MY FUEL!

SLKT

...AND SOON TO BE *NONEXISTENT.*

OH NO...

RELEASE HIM.

FIGHT THE CREATURE THAT POSSESSES THEE, MY FRIEND. WE SHALL DO ALL IN OUR POWER TO SECURE THY FREEDOM.

WHO--?

PLEASE, SPIDER-MAN, STAND DOWN. WE DON'T WANT TO HURT YOU.

THE AVENGERS.

AHKK--

AH, BUT MY DEAR SPIDER-WOMAN...I SO WANT TO HURT *YOU.*

AND I CAN NO LONGER THINK OF A REASON NOT TO.

Safe house of Roderick Kingsley, the original Hobgoblin.

B-BOSS... BRUIN AND DEVIL-SPIDER ARE DOWN. MY FLAME GUN'S TOTALED. I NEED A DOCTOR...

SO CALL AN AMBULANCE. I'VE GOT BIGGER PROBLEMS.

I JUST LOST *THREE MORE* FRANCHISES. AND I WON'T STAND FOR THAT KIND OF HIT TO MY REP...*OR* MY PROFITS.

STEEPLEJACK. TUMBLER. RINGER. COME IN.

HERE.

STEEPLEJACK.

YEAH, KINGSLEY?

TUMBLER.

WHAT DO YOU NEED NOW?

ALL OF YOU. GO OUT AND EARN YOUR KEEP. *NOW.*

RINGER.

AND REMEMBER, THERE'S AN *IMPOSTOR* OUT THERE. YOU TURN OVER MY CUT TO ME ONLY, UNDERSTAND? NOT THE MASK, *THIS FACE.*

UH, NO DISRESPECT, BOSS, BUT WE'VE BEEN LISTENING IN.

I MEAN, THERE'S THAT CRAZY JACKED-UP SPIDER-MAN OUT THERE. AND NOW THE *AVENGERS* TOO? C'MON.

EXACTLY. WHICH MAKES THIS THE *PERFECT* TIME TO PULL A JOB. BECAUSE ANYONE CAN SEE...

"...THEY'LL BE KEEPING *EACH OTHER* BUSY FOR A WHILE."

I HAVE HAD ENOUGH!

I'VE DONE MORE FOR THIS CITY THAN YOU EVER DID! AND YOU QUESTION ME? *PERSECUTE* ME? *NEVER AGAIN!*

THE *WARRIOR MADNESS* AFFLICTS HIM. I MUST END THIS.

KRAKATOOM!

YESSS! AND USE IT AGAINST YOU!

THOR, *NO!* HE CAN SENSE YOUR ATTACK!

SENSE IT, HE MAY. STOP IT?

NEVER!

OAF. MY POWER GROWS WITH EACH PASSING MOMENT. I AM NOT YOUR EQUAL...

...I AM YOUR BETTER!

THRAKADOOM

KZAT

GAHH! BACKSTABBERS! BUT I HAVE ALLIES OF MY OWN!

SSSPIDER-ISLAND, DO YOU COPY?! *FULL SSSTRIKE!* EVERY SSSPIDERLING, EVERY ARACHNAUT TO ME!

WE GO TO WAR WITH THE AVENGERSSS!

Spider-Island.

COPY THAT, BOSS. WE'RE ON OUR WAY!

HEY, BENNY, YOU SURE WE SHOULD BE DOING THIS? I MEAN, THE AVENGERS ARE THE GOOD GUYS, RIGHT?

YEAH. WHICH MEANS THEY'RE NOT *GONNA* KILL US.

BETWEEN YOU AND ME, IF WE DON'T OBEY ORDERS...

...I AIN'T SO SURE ABOUT THE BOSS.

GOBLIN KNIGHT TO GREEN GOBLIN. I GOT FOOTAGE OF THEIR CRISIS RESPONSE PROCEDURES, LAYOUT... ALL WE NEED.

I ALREADY SEE WEAK POINTS WE CAN EXPLOIT.

WELL DONE. THAT SHOULD BE ENOUGH FOR NOW. PROCEED TO YOUR NEXT TASK.

ON MY WAY. EVERYTHING GOOD OVER THERE?

COULDN'T BE BETTER. MENACE IS TREATING THE FORMER CARLIE COOPER TO A FULL-FLEDGED **GOBLIN MAKEOVER.** AND THEY ARE HAVING...

The Goblin Underground.

SO. MUCH! *FUN!*

THIS IS JUST LIKE WHEN WE WERE LITTLE GIRLS PLAYING DRESS-UP!

NO. THAT WAS SOMEONE ELSE. A REPRESSED *DRONE* WHO WORKED HERSELF HALF TO DEATH IN A FORENSICS LAB, MAKING SURE THE MONSTERS GOT LOCKED UP.

IGNORING THE FACT THAT WE'RE *ALL* MONSTERS.

WHY, MY DEAR, I BELIEVE YOU'VE JUST RECHRISTENED YOURSELF. LET ME BE THE FIRST TO SAY GOODBYE TO CARLIE COOPER, AND WELCOME TO OUR LITTLE CLAN...

MONSTER!

OOH. MENACE AND MONSTER. I LIKE. WHAT DO YOU THINK, SWEETIE?

LILY, I-I-I *LOVE* IT! *HA HA HA!* WE'RE A *SISTER ACT!*

TRUE! NOW, FAMILIES DON'T KEEP SECRETS. SO LET'S CUT TO THE BIG REVEAL. THE SPIDER'S *REAL* NAME.

WHO IS HE?

IF I *DID* KNOW SOMETHING LIKE THAT, I WOULDN'T SHARE IT WITH JUST ANY OLD GOBLIN.

QUID PRO QUO. WHO ARE *YOU?*

HEH. DON'T LET THE THEATRICS FOOL YOU. IT'S ME...

NORMAN OSBORN.

EASY TO SAY. PROVE IT. TAKE OFF YOUR MASK.

AREN'T WE FORWARD!

I'D BE A *FOOL* TO UNMASK FOR SOMEONE WHO HASN'T *PROVED* SHE'S TRADED HER NYPD BADGE FOR A SPOT ON TEAM GOBLIN.

MENACE...ARRANGE A *COMING OUT PARTY* FOR OUR DEAR PRINCESS.

YES, M'LORD.

MAKE SURE SHE PAINTS THE TOWN *RED.*

THIS IS INSANITY!

CAPTAIN AMERICA TO ALL AVAILABLE AVENGERS. WE NEED BACKUP. IF YOU CAN HEAR ME...

...AVENGERS ASSEMBLE!

CAP, IT'S IRON MAN. I'M EN ROUTE.

NO!

CHANGE COURSE. DO NOT ENGAGE.

YOU ASKED FOR BACKUP. AND I CAN SEE WHY. FROM THE BROADCASTS I PICKED UP, IT LOOKS LIKE SPIDER-MAN'S BEEN TAKEN OVER BY THE VENOM SYMBIOTE.

EXACTLY. WHICH MEANS THERE'S ANOTHER AVENGER IN TROUBLE-- *CORPORAL EUGENE THOMPSON.*

OKAY...I KNOW THERE'S A LOT OF US NOW, BUT I'VE NEVER HEARD OF HIM.

I WORKED WITH HIM ON A FEW COVERT MISSIONS. HE WAS *AGENT VENOM* AND IN CONTROL OF THE SYMBIOTE. IF THEY'VE BEEN SEPARATED...

...FINDING OUT HOW AND WHY COULD BE THE KEY TO WINNING THIS FIGHT. AND HE ALSO MIGHT NEED *HELP.*

I'M ON IT, CAP. THERE WAS A 911 CALL NOT LONG AGO. VICTIM'S NAME, EUGENE THOMPSON. LOCATION...

"...PARKER INDUSTRIES."

THOMPSON'S VITALS ARE DROPPING! WE NEED TO GET HIM TO A HOSPITAL!

YOU HEARD THE E.M.T.S, DR. WIRTHAM. THEY CAN'T HELP HIM. I'M A TRAINED XENOBIOLOGIST, AND I HAVE EQUIPMENT THEY DON'T...

...BUT I'M JUST BUYING TIME. WITHOUT HIS SYMBIOTE, HE'S GOING TO *DIE*.

WE KNOW WHERE IT IS, MS. JAFFREY. IF YOU CAN JUST GET ME CLOSE...

YOU'RE ONLY STABLE BECAUSE OF THESE MACHINES. WITHOUT THEM, YOU WOULDN'T LAST TWO MINUTES... ESPECIALLY IN *THAT*.

I'LL GO... *UNNH!*

NO WAY. I'VE SENT FOR MORE OF THE MESH THAT CONTAINS YOUR ENERGY, BUT UNTIL IT GETS HERE, YOU'RE HELD TOGETHER WITH CHEWING GUM.

MAYBE I CAN HELP.

I HAVE A KNACK FOR MAKING THE BEST OF THE MATERIALS AT HAND.

LISTEN UP, AVENGER. THIS MAN'S UNDER MY CARE--

IT'S ALL RIGHT, SAJANI. MR. STARK'S KNOWN I'M *CARDIAC* SINCE THE SUPERHUMAN CIVIL WAR. WE HAVE AN... UNDERSTANDING.

FOR NOW, YES. AND I SUSPECT NEITHER ONE OF US IS THRILLED WITH IT, BUT I'M ALSO NOT AWARE OF ANY REASON TO BREAK IT.

CAPTAIN AMERICA'S BRIEFED ME ON YOUR SITUATION AS WELL, CORPORAL THOMPSON.

GREAT. I MEAN, NO OFFENSE, BUT A SECRET IDENTITY'S LIKE TOOTHPASTE. ONCE IT'S OUT, GOOD LUCK GETTING IT BACK IN.

TELL ME ABOUT IT. BUT IN THIS CASE, HAVING EVERYTHING OUT IN THE OPEN CAN ONLY HELP.

DR. WIRTHAM, I CAN SEAL THE TEAR IN THAT TEMPORARY PATCH. THEN I'D APPRECIATE YOUR THOUGHTS ON AN IDEA I HAVE.

BETTER. THANK YOU.

VZZ

IMPRESSIVE EQUIPMENT YOU'VE GOT HERE...SAJANI, WAS IT? YOU'RE WELL STOCKED FOR A STARTUP.

PETER PARKER WORKED AT MY COMPANY FOR A WHILE. SHARP GUY. I WOULDN'T MIND HIS INSIGHT ON THIS, TOO.

SORRY. I ALREADY CALLED HIM...

"...HE'S BUSY."

I'LL CRUSH YOU ALL!

KRUNCH

GGH!

HAVE AT THEE!

M'FINE... GETTIN' UP...

EASY, LOGAN. YOU DON'T HAVE YOUR HEALING FACTOR ANYMORE.

SPIDER-MAN'S OUT OF HIS MIND. NOT HOLDING BACK AT ALL.

YOU PEOPLE NEED TO GET OUT OF HERE!

NOT A CHANCE. THIS IS GOLD!

YOU GOTTA BE KIDDING ME! SPIDER-MAN'S BEATING UP ON *CAPTAIN AMERICA?*

SAMY

THE NERVE'A THAT GUY! THE AVENGERS SAVED US FROM THOSE ALIENS. SPIDEY DIDN'T DO *SQUAT!*

OH, HE'S BEEN DOING PLENTY. RUNNING AROUND PUTTING PEOPLE IN THE *HOSPITAL* FOR *JAYWALKING.*

STARK

S'WHAT I'VE BEEN *SAYING.* HE'S GOT ALL THESE *ROBOTS* SPYING ON US. HE'S WORSE THAN THE NSA! WHO ELECTED *HIM* BIG BROTHER?

HE'S RIGHT! ONE PEEPED ON ME IN THE BATH!

THIS IS *OUR* CITY. I SAY WE TAKE IT BACK!

RIGHT ON, LADY! *SQUASH THE SPIDER!*

HEY! OVER HERE!

FEAST YOUR EYES ON *THIS,* PERVERT!

FSSST

Spider-Island Command Center.

I'M LOSING CAMERAS ALL OVER THE CITY! WHO DO THESE MORONS THINK THEY ARE?

I WISH WE HAD MORE THAN A SKELETON CREW. I'M GETTING A DIFFERENT GLITCH... THE ONE WE'VE BEEN FIGHTING ALL ALONG.

"AND WE STILL DON'T KNOW WHAT'S CAUSING IT!"

HAHAHAHA!

THERE! MORE OF KINGSLEY'S MEN! THE LITTLE BOTTOM-FEEDERS!

YOU'RE UP, SISTER. SHOW THEM HOW WE DEAL...

...WITH THOSE FOOLISH ENOUGH TO WORK THE GOBLIN'S TERRITORY!

WHAT?! BUT WE'RE WORKING FOR THE GOBLIN.

THE *WRONG* GOBLIN.

RUN! THEY'RE *CRAZY!*

FLATTERY WON'T HELP YOU, PAL.

COWARDS. THEY'RE DAMES PLAYING GAMES.

I'M A *PROFESSIONAL.*

POOM POOM

OW!

OOH, YOU LIKE IT *ROUGH*, HUH?

SO DO I!

KARRNNCHH

AWW, IT'S NOT MOVING. I THINK I BROKE IT.

HA HA! JUST LIKE A *FAKE* GOBLIN TO USE *SUBSTANDARD MATERIALS.*

ALL RIGHT, BABY SISTER! I *KNEW* YOU WERE ONE OF US.

WELCOME TO THE FAMILY. WE'RE GOING TO BE *SO HAPPY...*

YEAH, BOSS, I GOT IT. SEEMS LEGIT. SHE WASN'T HOLDING BACK AT ALL. MAYBE EVEN A LITTLE ***OVER-EXUBERANT.*** BUT SHE'S NEW, THAT'S TO BE EXPECTED.

I'LL HEAD BACK AS SOON AS I TIE UP LOOSE ENDS.

P-PLEASE...NEED... HOSPITAL...

IT'S YOUR LUCKY DAY, PAL. I CAN HELP WITH THAT.

THERE!

NOW YOU DON'T NEED A HOSPITAL ANYMORE.

SHHNKK

I KNOW THAT SWORD. TRAITOROUS LITTLE--

YOU WATCHING, RODDY? IT'S YOUR OLD WHIPPING BOY, PHIL URICH. I'M IN A NEW CREW NOW.

YOU WANNA TALK SURRENDER TERMS, YOU KNOW HOW TO REACH ME. CIAO!

The Diamond District.

LOOK AROUND. YOUR MEN ARE ALL DOWN. SOME COULD BE BADLY HURT. YOU DON'T WANT TO DO THIS.

I KNOW ABOUT YOUR PHEROMONES, WOMAN.

OKAY, BUT THAT DOESN'T MEAN THEY CAN'T REACH YOU. CALM YOU DOWN... REMIND YOU WE'RE YOUR *FRIENDS.*

MY... FRIENDS...

...WOULD NOT *PLAY ME LIKE A PUPPET!*

GUH!

GOT YOU!

ENOUGH. I SHALL RESTRAIN MYSELF *NO LONGER!*

LOUT. IF YOU ARE A GOD...

...THIS IS YOUR TWILIGHT.

UKK!

SHNGG

FOOLS! NONE OF YOU CAN MATCH ME. NOT PHYSICALLY...

...AND *CERTAINLY* NOT MENTALLY.

OH, I DON'T KNOW ABOUT THAT.

EH--?

I'VE GOT A DEGREE OR SIX.

STARK? BUT IF YOU'RE HERE, WHERE'S--

RIGHT HERE!

KRAKK

GNUHH!

I-IMPOSSIBLE...I SHOULD HAVE--

SENSED ME, RIGHT? BUT YOUR SPIDER-SENSE DOESN'T REACT TO THE SYMBIOTE. AND I SHOULD KNOW...

...'CAUSE I'VE STILL GOT TRACES OF IT IN ME!

THOMPSON?!

FIZZ

QUICK! WHILE HE'S STUNNED!

IT'S ALL GOOD. YOU WANNA COME BACK TO ME, DON'T YOU? HE CAN'T FORCE YOU TO STAY NOW.

YESSS...

KLAK

YOU... USED CHEMICALS. CONTROLLED ME. NOW I AM IN CONTROL.

BETTER. FASTER. STRONGER...

SSSUPERIOR!

W-WHAT?

NO!

NO!!

YESSSS!

CURSE ME FOR A *FOOL!*

HOW COULD I NOT SEE THE CREATURE WAS INFLUENCING ME...TAKING OVER?

BECAUSE IT DIDN'T ***WANT*** ME TO. IT AFFECTED MY PERCEPTIONS, MY JUDGMENT, WHILE IT SLOWLY ASSERTED ITS DOMINANCE.

BUT YOU ERRED, CREATURE! I AM ***OTTO OCTAVIUS!*** AND I AM MORE THAN A MATCH FOR YOU!

AND BY THE STRENGTH OF MY WILL ***I SHALL CAST YOU OUT!*** I... I... I SHALL...

I...CAN'T...

WAIT. I-
I THINK--

I-I'M DOING IT!
I'M GAINING THE
UPPER HAND!

NO, DOC.
WHAT YOU'RE
DOING IS
FORCING *MY*
HAND.

I'VE BEEN
HOLDING BACK.
WAITING FOR THE
RIGHT CHANCE.
BUT I CAN'T
DO IT!

I CAN'T LET
YOU PULL US
EVEN *FURTHER*
INTO THE
DARKNESS!

I'M--I'M--

I'M PETER
PARKER!

I'M
BACK!

AND THIS
IS JUST THE
BEGINNING!
BECAUSE I
SWEAR TO
YOU...I *WILL*
BE--

--FREE!

THAT WAS NEARLY TOO LATE. FOR ANYONE ELSE, IT *WOULD* HAVE BEEN. WHO BUT I POSSESSES THE IRON WILL TO THROW OFF SUCH A MONSTER?

C'MERE. IT'S OKAY. YOU WERE CONFUSED.

COME HOME. WE NEED EACH OTHER. WE *BELONG* TOGETHER...

...AS AGENT VENOM.

EVERYTHING'S GOING TO BE ALL RIGHT NOW.

GOOD. DOC THINKS HE DID IT ALL THIS ON HIS OWN.

BETTER GO BACK TO KEEPING A LOW PROFILE. CAN'T AFFORD TO HAVE HIM TRY TO ERASE ME AGAIN.

ALTHOUGH IF HE'S MAKING MESSES LIKE *THIS*, I NEED TO FIGURE SOMETHING OUT SOON...

GOOD HEAVENS, LOOK AT THIS CHAOS. HOW WILL I EVER--WAIT.

AS EVER, IN CRISIS THERE IS *OPPORTUNITY.*

MY FRIENDS! HOW CAN I EVER REPAY YOU? AT LAST, AFTER ALL THESE MONTHS, I'M *MYSELF* AGAIN!

MONTHS? IT'S ONLY BEEN A FEW--

AH, BUT IT HASN'T. WHEN WE LAST MET, I WAS INFECTED BY *MICROSCOPIC FRAGMENTS* OF THE *SYMBIOTE.*

YES! EXACTLY!

YOU MEAN THAT TIME--

FLASH IS REFERRING TO VENOM #4: SYMBIOTIC STEVE.

IT HID WITHIN ME, REPLICATING... SLOWLY *TAKING CONTROL.* YOU MAY HAVE OBSERVED ME ACTING...STRANGELY. NOW YOU KNOW WHY.

BUT THANKS TO YOU, MY NIGHTMARE IS OVER. EVERYTHING IS AS IT SHOULD BE.

ALL IS RIGHT WITH THE WORLD.

HERE WE GO. I'M BEING PINGED ON MY SECURE ACCOUNT... THE ONE I USED WITH KINGSLEY.

PUT IT UP ON THE BIG SCREEN.

The Goblin Underground.

OSBORN? IS THAT YOU?

HELLO, RODDY. STILL SPONGING OFF THE WORK OF YOUR BETTERS, I SEE.

YOU'RE ONE TO TALK. I GET IT NOW. YOU'VE BEEN IMPERSONATING ME... RIPPING OFF MY MEN.

CONSIDER IT A GAUNTLET THROWN. A CHALLENGE.

IF YOU WISH TO ACCEPT, NAME THE PLACE. WE'LL SORT IT OUT LIKE MEN. OF COURSE, YOU COULD ALWAYS *WALK AWAY--*

NOT ON YOUR LIFE! I'VE SPENT *TOO LONG* BUILDING MY EMPIRE TO GIVE IT UP TO A RAVING LUNATIC LIKE YOU.

LOVELY! IT'S OFFICIAL, THEN.

LET THE WAR OF THE GOBLINS BEGIN!

Office of NYPD Captain Yuri Watanabe.

NOW YOU LISTEN TO ME, CAPTAIN. YOU HAVE *NO RIGHT* TO HOLD MARY JANE WATSON. ARREST HER, OR RELEASE HER...

...AND IF YOU CHARGE HER, MY NEXT CALL IS TO MY SON, JONAH...THE *MAYOR OF NEW YORK.*

CALM DOWN, MR. JAMESON. SHE'S FREE TO GO.

BUT I'LL BE KEEPING AN EYE ON MS. WATSON. *AND* PETER PARKER. BECAUSE IF THEY WON'T HELP ME FIND OUT WHY CARLIE COOPER DISAPPEARED...

...I CAN ONLY ASSUME IT'S BECAUSE THEY HAVE SOMETHING TO *HIDE.*

THANK YOU, MAY...JAY. I'M SO SORRY.

ABOUT *WHAT?* WHAT'S GOING ON? AND WHAT HAPPENED TO PETER?

HE WAS ACTING LIKE--MARY JANE, IS HE USING *DRUGS?*

NO. I'LL TELL YOU EVERYTHING, I PROMISE. BUT I--I JUST CAN'T RIGHT NOW.

I'M EXHAUSTED. I NEED TO GO HOME... GET SOME SLEEP. I'LL CALL YOU SOON.

BUT PETER'S *OKAY,* ISN'T HE?

MARY JANE?

BOUGHT MYSELF SOME TIME, BUT I HAVE TO CALL HER SOON.

OH, PETER... WHAT AM I GOING TO TELL YOUR AUNT?

TELL HER EVERYTHING'S FINE.

AAHH!

IT'S OKAY. LOOK, IT'S ALL OVER THE NEWS. THE SYMBIOTE WAS *REMOVED* FROM ME.

I REALIZE I'VE BEEN ACTING...STRANGELY. AND I CAN'T APOLOGIZE ENOUGH IF I'VE CAUSED YOU PAIN. BUT AT LEAST NOW YOU KNOW WHY.

MARY JANE, CAN YOU FORGIVE ME FOR PUTTING YOU THROUGH THAT?

I...YES. I MEAN, THAT WAS *TERRIFYING*...BUT IT EXPLAINS A LOT.

THE FUNNY THING IS, UNTIL RECENTLY, NO MATTER HOW WEIRD YOU ACTED, I ALWAYS FELT THAT--DEEP DOWN--YOU WERE STILL... *YOU.*

AND-- I FEEL IT AGAIN. YOU'RE BACK.

PERFECT.

IF I'VE FOOLED HER, I'VE FOOLED THEM *ALL.*

Avengers Tower.

SO. DID *ANYONE* BUY THAT LINE OF BULL FROM SPIDER-MAN? BECAUSE I SURE DIDN'T.

MICROSCOPIC PIECES OF THE SYMBIOTE...I GUESS *THEORETICALLY* IT'S POSSIBLE, BUT I THINK I'D KNOW.

THOMPSON, YOU HAVE A MENTAL LINK WITH THE SYMBIOTE, CORRECT? CAN YOU ACCESS ITS MEMORIES OF BEING PART OF SPIDER-MAN?

I HATE TO DO THAT, BUT IF HE'S IN SOME KIND OF TROUBLE... HUH.

I'M JUST GETTING A BLUR. LIKE TWO RADIO STATIONS PLAYING ON THE SAME FREQUENCY. WEIRD.

WE'LL LOOK INTO IT. BUT GIVEN THEIR HISTORY, I THINK IT'S BEST YOU KEEP YOUR SYMBIOTE *FAR AWAY* FROM SPIDER-MAN.

AGREED. AND I'VE GOT STUFF TO TAKE CARE OF IN PHILLY. IF YOU'RE ON THE CASE, I CAN LEAVE WITH A CLEAR CONSCIENCE.

I'LL KEEP YOU INFORMED. YOU'RE A GOOD SOLDIER, FLASH...AND A GOOD MAN.

I GOTTA TELL YA, STARK, ABOUT ALL I TRUST IS MY SENSES, AND THEY SAY SPIDEY'S THE SAME GUY HE'S ALWAYS BEEN. SCENT, VOICE, HEARTBEAT...

AND THE TESTS WE RAN SAID THE SAME THING.

TESTS?

WHILE YOU WERE IN SPACE, WE CONDUCTED A THOROUGH EXAMINATION OF SPIDER-MAN.

AYE. THERE WERE NO TRACES OF DARK MAGIC, NOR HAS SOME BASE CHANGELING REPLACED OUR FRIEND.

HE'S NOT A SPACE PHANTOM, OR A SKRULL... BELIEVE ME, WE TRIPLE CHECKED.

NO OFFENSE, BUT I DESIGNED MOST OF THIS EQUIPMENT. I KNOW IT BETTER THAN ANYONE. I'D LIKE TO TAKE A LOOK AT THE READINGS...MAYBE I'LL SEE SOMETHING YOU DIDN'T.

WELL, WHAT DO YOU KNOW? IT'S BEEN ERASED. AND SO HAVE THE SECURITY CAMERA FEEDS FROM THAT DAY...

...EXCEPT THE ONE ONLY I KNOW ABOUT.

TONY! IS PRIVACY A FOREIGN CONCEPT TO YOU?

NO, JUST OUTDATED. AFTER THE SKRULL INVASION I GOT EXTRA PARANOID.

AND I WAS RIGHT, WASN'T I? NOW LET'S SEE WHO DID THIS...

THAT DOES IT!

TIME TO BRING SPIDER-MAN IN!

26

GOBLIN NATION PRELUDE: THE ARENA

OSCORP

UNIT #2,557 SCANNING.

GOBLIN PROTOCOL IN EFFECT.

DISENGAGE.

Rosebank, Staten Island.

AN ABANDONED OSCORP FACTORY.

A FUTURE SITE OF ALCHEM

WORKING FOR TOMORROW

NO ACTIVITY. CONTINUE SWEEP.

KRAKOOM

HA HA HA HA

BRUK-A-KA

FIFTY GRAND TO WHOEVER TAKES OUT THE MOST OF THE GOBLIN'S MEN!

KZOW

A HUNDRED LARGE TO WHOEVER TAGS THAT GREEN IDIOT!

KRAKSH

AND A *FREE* FRANCHISE FOR *LIFE*...

...TO ANYONE WHO HELPS ME *KILL* URICH! THE LITTLE *TRAITOR!*

HA! I MUST REALLY GET UNDER YOUR SKIN, KINGSLEY!

SLASH!

PCHOW

ARGH!

KRAK

STOP!

THE JOKE'S OVER! THIS BATTLE HAS GONE ON LONG ENOUGH!

EVERYONE, *CEASE FIRE!*

WHAT THE HELL IS THIS, GOBLIN?! A *TIME-OUT?!*

YOU STARTED THIS! IMPERSONATING ME! EGGING ME ON!

YOU *DECLARED* THIS WAR!

YOU *CAN'T* JUST CALL A TRUCE! THIS IS--

POINTLESS, KINGSLEY! AND *COSTLY.*

...

AH. *NOW* I'M SPEAKING YOUR LANGUAGE.

LOOK AROUND. ALL WE'RE DOING IS PICKING OFF EACH OTHER'S MEN. WINNOWING OUR FORCES. IT'S A *WASTE.*

THERE'S ALWAYS MORE WHERE *THEY* CAME FROM.

TRUE. BUT FINDING FRESH MEAT, TESTING THEM, TRAINING THEM...

...ALL TAKES PRECIOUS TIME, KINGSLEY. AND RIGHT NOW *EVERY* GOBLIN NEEDS AN ARMY.

AND FOR A GOOD REASON.

WHICH IS?

THE *SPIDER* HAS ONE.

New York Harbor.

SPIDERLINGS, ATTACK!

WHATEVER IT TAKES! THESE WEAPONS WILL *NOT* FALL INTO ENEMY HANDS!

IMPOSSIBLE! HOW DID YOU KNOW OF OUR SHIPMENT?

OUR TANKER WAS STEALTH SHIELDED! THERE'S NO WAY YOU COULD HAVE--

IMBECILE! I HAVE EYES *EVERYWHERE.* NOTHING IN THIS CITY ESCAPES MY SIGHT.

SPIDER-MAN.

WHAT?

WE'D LIKE TO HAVE A WORD WITH YOU.

OH. IT'S YOU. NOT NOW. I'M BUSY.

ALL RIGHT THEN.

AVENGERS...

...DISASSEMBLE!

ZAAAK

SNIKT

WOKK

KRAK

BOOM

THWAP

NO. THIS IS *AVENGERS* BUSINESS. WE'RE DOING IT *NOW.*

VERY WELL, CAPTAIN. AND THIS IS PERTAINING TO *WHAT* EXACTLY?

YOUR PROBATION. IT'S OVER.

I DON'T KNOW MUCH, BUT WHAT I *DO* KNOW...

...IS THAT I'M *PETER PARKER.*

AND I AM *NOT* DEAD.

The Mindscape.

THE SHARED PSYCHE OF OTTO OCTAVIUS AND PETER PARKER.

BUT I MIGHT AS WELL BE.

FOUGHT SO HARD TO GET BACK HERE. AND FOR WHAT?

LOOK WHAT YOU'VE DONE TO ME, DOC. THERE'S BARELY ANY OF "*ME*" LEFT.

YOU DUMPED CLOSE TO *ALL* OF MY MEMORIES.

EVERYTHING EXCEPT THE ONES *I* SHARED WITH YOU. AND THE FEW YOU PEEKED AT AND COMMITTED TO *YOUR* MEMORY.

"I COOKED YOUR FAVORITE BREAKFAST, PETEY-- WHEATCAKES."

"DON'T FATTEN HIM UP TOO MUCH, DEAR. I CAN HARDLY OUTWRESTLE HIM NOW."

"A SPIDER. IT BIT ME. BUT WHY IS IT BURNING SO? WHY IS IT GLOWING THAT WAY?"

SPIDER-MAN.

I'M PETER PARKER *AND* I'M SPIDER-MAN.

NO. I'M JUST...

...FRAGMENTS.

THE LITTLE PIECES THAT GOT LEFT BEHIND.

WHAT AM I SUPPOSED TO DO?

I--I COULDN'T BEAT OCK AT *FULL* STRENGTH.

WHAT CHANCE DO I HAVE *NOW?*

ALL RIGHT. YOU HAVE YOUR TRUCE. WHAT NOW?

WHAT INDEED? EERIE, ISN'T IT?

THE DIN OF WAR SUDDENLY STOPPING. FOLLOWED BY A PROFOUND HUSH.

ALL QUIET ON THE WESTERN FRONT.

HA HA HA HA

EVER READ IT?

WHAT?

IT'S A BOOK, KINGSLEY. WITH COVERS. PAGES. AND EVERYTHING.

I KNOW WHAT IT IS.

MY FAVORITE PART. A SOLDIER WONDERS WHY A WAR CAN'T BE LIKE A *BULLFIGHT*...

...*EXCEPT*, HE SAYS, "IN THE ARENA THE MINISTERS AND GENERALS OF THE TWO COUNTRIES, DRESSED IN BATHING DRAWERS AND ARMED WITH CLUBS..."

"...CAN HAVE IT OUT AMONG THEMSELVES."

"WHOEVER SURVIVES, HIS COUNTRY WINS."

SO IS THAT IT?

YOU AND ME. WINNER TAKES ALL? FINE. LET'S DO THIS--

--FOR *REAL!*

LIKE AN *IMITATION* LIKE *YOU* WOULD KNOW FROM *REAL?!*

YOU'RE NOTHING BUT A BAD COPY, KINGSLEY!

OR A COPY OF A COPY!

SHUT UP!

SO...WHO ARE YOU THIS TIME? FLASH THOMPSON? NED LEEDS? MACENDALE? OR POSSIBLY...

...THE BROTHER? *DANIEL* KINGSLEY?

NO. WAIT... HE DOESN'T HAVE THE *HEAD* FOR THIS ANYMORE.

UNHH! YOU BASTARD!

BUT THEN AGAIN HOW DO WE KNOW IT'S *YOU* UNDER THAT MASK?

MAYBE YOU'RE THAT LOSER, BART HAMILTON? OR...

YES! IT *IS* YOU! *OSBORN!* BUT NOT NORMAN...

SLIKT

THE OTHER ONE. THE *DISAPPOINTMENT.* HARRY.

WHAT?! HOW *DARE* YOU SAY THAT ABOUT MY--

GYAAGHH!

SPLAT

Avengers Tower.

THEY REPLACED THE GLASS. I STILL REMEMBER THE VIEW FROM THE OTHER SIDE...

...AS "DOCTOR OCTOPUS" PUSHED ME THROUGH.

FOR A MOMENT, I THOUGHT I'D DIE. IRONICALLY. INSIDE SPIDER-MAN'S BODY.

AND WHILE THAT DAY *WILL* COME, HOPEFULLY IT WON'T BE FOR A VERY LONG--

SORRY. ARE WE BORING YOU?

WHAT?

WITH ALL THE CHARGES WE'RE RAISING...

...FOR DRUMMING YOU OUT OF THE AVENGERS.

NO. PLEASE CONTINUE. YOU HAVE MY WELL-DESERVED ATTENTION.

SINCE RETURNING TO EARTH, I'VE GONE THROUGH ALL OF THE TOWER'S SECURITY FOOTAGE...

...AND FOUND THIS.

EVIDENCE OF YOU SECRETLY DELETING YOUR MEDICAL SCANS.

CARE TO EXPLAIN WHY YOU'D DO THAT?

SIMPLE. UNDER ENOUGH SCRUTINY, THOSE SCANS COULD REVEAL...

...MY SECRET IDENTITY.

THAT *IS WHY* YOU LAUNCHED A *CIVIL WAR* AGAINST STARK. ISN'T IT, CAPTAIN?

SO I COULD HAVE THAT RIGHT TO PRIVACY?

AS IT STANDS, *THREE* OF YOU HERE ALREADY KNOW. AS FAR AS I'M CONCERNED, THAT'S THREE TOO MANY.

THIS ISN'T OUT OF THE BLUE, SPIDEY. YOU'VE BEEN ACTING STRANGE. FOR A WHILE NOW.

AND YOUR LAST EXCUSE? THAT IT'S BECAUSE YOU WERE INFECTED BY VENOM? THAT JUST DOESN'T FLY.

JUST SAY THE WORD, KID. I KNOW SOME PSYCHICS. WE COULD CLEAR THIS UP IN NO TIME.

SO THAT'S ALL IT TAKES? SOMEONE ACTS "*STRANGE*" AND THAT GIVES YOU THE RIGHT TO PRY INTO THEIR *MIND?*

I'VE ACTED "*STRANGE*" IN THE *PAST*. BEEN WANTED FOR MURDER! TREASON! ALL KINDS OF LAWLESSNESS!

SO WHAT'S SO SPECIAL ABOUT *THIS* TIME?

WHY *NOW?!*

BECAUSE FOR NOW, YOU'RE AN AVENGER.

MAYBE I SHOULD TAKE A LOOK AT THESE SCANS? MAYBE I CAN SPOT SOMETHING THE OTHERS MISSED.

GOOD LUCK, STARK. THOSE FILES ARE *GONE*. I MADE CERTAIN.

REALLY? DO YOU HAVE ANY IDEA HOW HARD IT IS TO WIPE ALL TRACES OF SOMETHING OFF A HARD DRIVE?

"*NO!* I'M NOT JUST GONNA SIT BACK AND DO *NOTHING*..."

...I AM PETER PARKER! I AM SPIDER-MAN!

AND IF I KNOW ANYTHING IT'S THAT...

...*ANYONE* CAN WIN A FIGHT WHEN THE *ODDS* ARE *EASY!*

IT'S WHEN THE GOING'S *TOUGH*-- WHEN THERE SEEMS TO BE *NO CHANCE*--

--THAT'S WHEN IT COUNTS!

YOU MADE A BIG MISTAKE, OCTAVIUS. THE MEMORIES YOU'VE LEFT ME ARE THE *KEY ONES*--

--THE MOMENTS THAT DEFINE ME! YOU HAVEN'T WIPED ME OUT. YOU'VE BURNED ME IN A *CRUCIBLE*--

--DISTILLED ME TO MY *CORE!* AND I KNOW NOW, MORE THAN ANYTHING--

I AM THE MAN WHO *NEVER GIVES UP! THAT'S* WHO I AM! AND I WILL *FIND A WAY TO WIN!*

"THIS ISN'T *OVER...*"

FAR FROM IT.

NOTHING KEEPS ME DOWN, KINGSLEY.

NOT *DEATH.* *BETRAYAL.* EVEN THE *ENTIRE WORLD AGAINST ME!*

EVERY TIME I *RISE BACK UP! STRONGER* THAN BEFORE! *EVERY TIME!*

THAT SCAR...

...WHERE THE GLIDER--

IT *IS* YOU.

OSBORN.

SORRY? WHAT WAS THAT? COULDN'T *QUITE* HEAR YOU.

ST-STAY AWAY FROM ME!

SAY MY NAME!

KEE-RAKK

SAY IT AGAIN.

HA HA HA!

SAY IT!

OSBORN, WAIT I--

YES! THE ONE *TRUE* GOBLIN!

WHK

RUNCH

FLUMM

THE GOBLIN KING!

AND I DECREE THAT YOU-- *PRETENDER* TO THE THRONE--

--MUST DIE--

POK

--BY MY HANDS--

SHIKK SHUKK

--AROUND YOUR WORTHLESS NECK!

SHUCHH

EHKK-- ERKK--

HA HA HA HA

AKH--

KINGSLEY IS DEAD.

LONG LIVE THE KING!

8

OSBORN! OSBORN! OSBORN!

Avengers Tower.

STOP. RIGHT. THERE.

YOU THINK YOU HAVE THE *RIGHT* TO MEDDLE IN MY AFFAIRS *BECAUSE* I'M AN *AVENGER?*

FINE! THE SOLUTION HERE IS *SIMPLE!*

KRSH

I QUIT!

EARTH'S MIGHTIEST HEROES? WELL *NO MORE!*

BECAUSE WITHOUT ME YOU'RE *NOTHING!* I DON'T NEED *YOU!*

I DON'T NEED ANYONE.

HA HA HA! LOOK AT US! ALL TOGETHER! STRONGER THAN EVER!

ONE, BIG HAPPY!

COME OLD FRIENDS AND NEW. BACK UNDERGROUND FOR THE *LOT* OF YOU.

SO MUCH TO PLAN. SO MUCH TO DO! *HEE HEE!*

BE RIGHT WITH YOU. GOTTA CHECK SOMETHING FIRST.

'CAUSE I'VE BEEN HERE BEFORE. SAME PLACE. SAME GUY.

HELL, I EVEN CHOPPED OFF HIS *HEAD.* AND IF THAT TAUGHT ME ANYTHING...

...IT'S THAT YOU *ALWAYS* GOTTA POKE UNDER THE HOOD AND MAKE SURE THAT--

THAT'S NOT HIM.

GOTTA DESTROY THE BODY. NO ONE CAN KNOW...

...OR THE BOSS WILL LOSE HIS CLAIM TO ALL KINGSLEY'S MEN...

...BUT WHERE *IS* HE? WHERE'S THE *REAL* HOBGOBLIN?!

3,625 miles away.

I AM RODERICK KINGSLEY. THE ONE AND ONLY ORIGINAL HOBGOBLIN.

HMM.

LEAVE YOU IN FOR FIVE MORE MINUTES...

...THEN ON TO PHASE TWO OF THE *WINKLER PROCESS.*

MEMORIES OF COMBAT TRAINING. THEN WE'LL WORK ON THE VOICE.

HAVE TO GET THE VOICE RIGHT.

I AM RODERICK KINGSLEY. THE ONE AND ONLY ORIGINAL HOBGOBLIN.

I AM RODERICK KINGSLEY. THE ONE AND ONLY--

I'M GOING TO MISS CLAUDE. FANTASTIC MANSERVANT.

HE MADE A TERRIBLE HOBGOBLIN, BUT HE MADE THE BEST BOUILLABAISSE.

BUT SOME SACRIFICES *HAVE* TO BE MADE.

JUST NOT *SELF-* SACRIFICES.

AH WELL. TIME TO LAY LOW AGAIN.

TO PLAN. TO SCHEME. TO RISE ANEW.

HAVE YOUR VICTORY *TODAY,* OSBORN. YOU EARNED IT.

TO *YOU,* MY OLD FOE. AND TO GOBLINS EVERYWHERE.

SUPERIOR SPIDER-MAN ANNUAL 1

CLINK
CLINK
CLINK
CLINK
CLINK

SO YOU PROBABLY KNOW THE *KINGPIN* WAS WORKING WITH NINJAS LATELY. BUT HE KEPT SOME OF THE GUYS FROM THE OLD DAYS AROUND. LIKE ME.

YOU CAN'T SEND FREAKIN' *NINJAS* TO NEGOTIATE WITH THE *CHICAGO OUTFIT*, KNOW WHAT I'M SAYIN'?

DARK IN HERE.

ANYWAY, A WHILE BACK, MR. FISK GOT SOME DIRT ON *SPIDER-MAN*. Y'KNOW ALL THE TECH HE USES? WEB-SHOOTERS, GOGGLES, THOSE CREEPY ROBOT BUGS?

SOME TEST TUBE JOCKEY NAMED *PETER PARKER* MAKES IT ALL FOR 'IM. AND THAT'S *LEGIT*, 'CAUSE WHEN WE SNATCHED THE KID, SPIDEY CAME RUNNIN'.

NOW, I'M NO SNITCH, OKAY? I'M ONLY TELLIN' YOU 'CAUSE SINCE THE SPIDER WHACKED MR. FISK, I'M OUT OF A JOB.

AND I REMEMBER YOU FROM THE OLD DAYS. TOP-NOTCH BUTTON MAN. YOU DID NICE WORK FOR *THE HOOD*.

SO I KNOW YOU CAN USE THIS, AND YOU'RE GOOD FOR THE DOUGH, WHICH *I* CAN MOST DEFINITELY USE--

HUH?

NEWSPAPER?

REGRETTABLY, I FIND MYSELF UNEMPLOYED AS WELL.

HARD TIMES FOR US ALL.

NO! WAIT!

CLINK
CLINK
CLINK
CLINK
CLINK

SHRICK

CLINK
CLINK
CLINK

Central Park West:

YOU'RE NOT PETER PARKER.

WHO ARE YOU, AND WHAT HAVE YOU DONE WITH MY NEPHEW?

TAXI

I SWEAR, I HAVEN'T SEEN YOU EAT THAT MANY WHEATCAKES SINCE YOU WERE *SIXTEEN!*

THEY'RE *DELICIOUS*, AUNT MAY. I COULD EAT ANOTHER STACK RIGHT NOW.

CAREFUL, PETER. YOU'RE NOT A KID ANYMORE. KEEP STUFFING YOURSELF LIKE THAT, AND YOU'LL END UP A CHUBBY MIDDLE-AGED MAN.

HUSH UP, JAY. MY NEPHEW'S ALWAYS BEEN TOO THIN.

AND NOW THAT I'M MY OWN BOSS, I CAN MAKE TIME FOR WHAT'S *REALLY* IMPORTANT. THINGS I NEGLECTED BEFORE, LIKE REGULAR EXERCISE...

...AND BEING AROUND THE PEOPLE WHO MEAN THE *MOST* TO ME.

SMACK

OH, PETER. YOU ALWAYS KNOW JUST WHAT TO SAY.

I'D BETTER PUT ON MORE WHEATCAKES BEFORE I START BLUBBERING LIKE A SILLY OLD WOMAN.

IT IS *SO GOOD* TO HAVE YOU AROUND, DEAR.

I'VE NEVER SEEN MAY SO HAPPY. I HAVE TO ADMIT, PETER, I USED TO FEEL YOU TOOK HER FOR GRANTED, THE WAY YOU'D SKIP APPOINTMENTS OR RUSH OFF EARLY.

BUT THE ATTENTION YOU'VE GIVEN HER LATELY... IT'S CLEAR TO ME HOW MUCH YOU REALLY *DO* CARE.

I'M PLEASED TO HEAR YOU SAY THAT, JAY. IT'S PART OF THE REASON I WENT INTO BUSINESS FOR MYSELF.

OF COURSE, THERE'S THE EXPECTATION OF *SUCCESS*. AND THE DESIRE TO FORGE MY OWN PATH.

BUT IT'S ALSO TRUE THAT I TOOK A HARD LOOK AT MY LIFE, AND REALIZED IT WAS QUITE A SPECTACULAR *MESS*.

I CAN'T PROMISE I'LL NEVER HAVE TO RUN OFF AGAIN. OWNING A START-UP MEANS YOU NEVER CLOCK OUT. AND THERE'S STILL THE WORK I DO FOR *SPIDER-MAN*.

BUT IT'LL BE HAPPENING A LOT LESS THAN IT USED TO.

I'M GLAD YOU BROUGHT UP SPIDER-MAN. I KNOW MAY'S ASKED YOU TO SEVER TIES WITH HIM, AND I *AGREE* WITH HER. THE FACT THAT YOU STILL WORK FOR HIM *WORRIES* US.

"HE'S BECOME SO *BRUTAL* LATELY... IT'S GETTING HARDER TO TELL THE DIFFERENCE BETWEEN HIM AND THE CRIMINALS HE FIGHTS."

I...KNOW HOW IT LOOKS. BUT HE'S BEEN REEVALUATING THINGS TOO. REALIZING IT'S *STUPID* TO LET KILLERS AND PSYCHOPATHS LITERALLY GET AWAY WITH *MURDER*.

AND TO BE BRUTALLY HONEST, I'M NOT IN A FINANCIAL POSITION TO PASS UP THE INCOME HE PAYS ME.

DOES HE PAY YOU ENOUGH TO BE A *TARGET?* I HAVEN'T TOLD MAY, BECAUSE IT'D JUST FRIGHTEN HER...

"...BUT I HEARD WHAT HAPPENED NOT LONG AGO. THE *HOBGOBLIN* SNATCHED YOU RIGHT OFF THE STREET, IN BROAD DAYLIGHT.*

"I REALIZE YOU ESCAPED, WITH SPIDER-MAN'S HELP. BUT AS LONG AS YOU WORK FOR HIM, AND MEN LIKE THAT KNOW IT..."

IF ANYTHING HAPPENED TO YOU, IT WOULD JUST *KILL* MAY.

I UNDERSTAND YOUR CONCERN. BUT I'M ASKING YOU TO *TRUST* ME, JAY. AND TO BELIEVE ME WHEN I TELL YOU...

...I WILL *NEVER* LET *ANYTHING* HURT THAT WOMAN.

YOU'RE A GOOD MAN, PETER PARKER. I SUPPOSE I OWE YOU THE BENEFIT OF THE DOUBT.

AND YOU'RE AS MUCH OF THE REASON FOR AUNT MAY'S HAPPINESS AS I AM. I CAN'T THANK YOU ENOUGH.

CLICK

I JUST COULDN'T RESIST. MY TWO FAVORITE MEN.

NOTHING COULD SPOIL THIS DAY.

ONE WAY

SEE ISSUE #695 -PREVIOUSLY PYLE

SUCH A DEAR WOMAN. JAY WAS RIGHT--PARKER NEVER DID TRULY APPRECIATE HER.

OF COURSE, WHEN WE FIRST MET, I HARDLY CONDUCTED MYSELF ANY BETTER...EXPLOITING A WIDOW'S LONELINESS BECAUSE SHE'D INHERITED SOMETHING I WANTED.

HOW VIVIDLY I RECALL MY ***SHAME*** WHEN I REALIZED WHAT A GOOD, KIND PERSON SHE IS.

AND THAT I WAS BEHAVING LIKE THE COMMON ***CRIMINAL*** THAT THE SMALL-MINDED ALWAYS ACCUSED ***DR. OCTOPUS*** OF BEING.

BUT THAT'S IN THE PAST. PETER PARKER'S BODY--AND LIFE--ARE NOW MINE, AND WITH THEM THE OPPORTUNITY TO CORRECT ***MY*** MISTAKES AS WELL AS HIS.

AND PARKER CERTAINLY MADE AN INORDINATE AMOUNT. JAY HAS A POINT. WHAT KIND OF ***IMBECILE*** CREATES A MASKED IDENTITY TO PROTECT HIMSELF FROM HIS ENEMIES...

...ONLY TO PAINT A ***TARGET*** ON HIS BACK BY DECLARING HE IS SPIDER-MAN'S ***MINION?***

Sub

ANOTHER MESS I'LL HAVE TO CLEAN UP. BUT IT CAN WAIT. WITH THE KINGPIN NEUTRALIZED, FEW MEN POSSESS THAT KNOWLEDGE.

AND I ***PITY*** ANY FOOL ENOUGH TO COME AFTER ME.

2208

HOW I *DETEST* THE SUBWAY.

B

BUT THERE'S NO BETTER PLACE TO TEST THE STRENGTH OF THE SIGNALS COMING FROM MY *SPIDER-EYES*.

LETTING THEM PATROL THE CITY FOR ME HAS FREED UP TIME I CAN USE FOR MORE *PRODUCTIVE* PURSUITS.

BUT I MUST KNOW THEY CAN REACH ME *ANYWHERE*, EVEN DEEP UNDERGROUND.

AH, GOOD... ONE OF THEM'S SENDING AN ALERT NOW.

BZZT BZZT

LIKELY SOME PETTY CRIME I CAN SIMPLY NOTIFY THE *POLICE* OF--

OH, NO.

CAMERA

LOCATION: MAY APPR

NO!

WATCH IT!

OUT OF MY WAY, FOOLS!

I'M STILL IN MIDTOWN. I CAN MAKE IT BACK IN TIME.

PLEASE...

JAY!

GET OUT OF HERE, MAY! I'LL HOLD HIM OFF!

HEH. YOU HAVE COURAGE, OLD MAN, I'LL GIVE YOU THAT. BUT I'M AFRAID FOR YOU...

...IT'S *LIGHTS OUT.*

EEEEEEEEEE!

MAY! MAY, WHERE ARE-- UH!

WHUMP

MAY...?

BOO.

KRRNKK

CAM: 63:49

VISIBILITY: 0.000071.

GO TO INFRARED. ULTRAVIOLET. *THE ENTIRE SPECTRUM!*

DEADPOOL

INCOMING CALL: JAMESON, JAY.

CURSE YOU, ROBOTS! SHOW ME SOMETHING OTHER THAN *DARKNESS!*

JAY?

PETER...

...SOMETHING TERRIBLE'S HAPPENED.

"GET OVER HERE RIGHT AWAY."

JAY! ARE YOU--

I'M FINE. BUT MAY...

HE'S TAKEN MAY.

AND YOU *LET HIM*, YOU--NO. HE'S AN OLD MAN. THERE'S NOTHING HE COULD HAVE DONE. GET HOLD OF YOURSELF, OTTO.

GET HOLD OF YOURSELF, JAY. TELL ME WHAT HAPPENED.

HE CALLED HIMSELF *BLACKOUT*. HIS FACE...HE WAS HIDEOUS.

PETER, HE'S AFTER *YOU*.

HE SAID IF I CALL THE POLICE, MY SON, ANYONE...HE'LL KNOW. AND HE'LL *KILL HER*.

A STANDARD THREAT. USUALLY A BLUFF, BUT WE CAN'T TAKE ANY CHANCES.

HE TOLD ME TO GIVE YOU THIS.

CHEAP. DISPOSABLE. UNTRACEABLE.

HE SAID HE'D CALL YOU. AND THAT YOU SHOULD FOLLOW HIS INSTRUCTIONS TO THE LETTER IF WE EVER WANT TO SEE HER ALIVE AGAIN.

I DON'T KNOW WHAT TO *DO*...

THIS IS GOOD. HE *WANTS* SOMETHING FROM ME. THAT MEANS HE WON'T HARM HER UNTIL HE GETS IT.

BUT *THEN* WHAT? HOW DO WE STOP HIM IF WE CAN'T *FIND* HIM?

YOU DIDN'T SEE HIM. HE'S *INSANE*. EVERY TIME SHE SCREAMED HE *LAUGHED*...

JAY, LISTEN TO ME. IF YOU'VE NEVER BELIEVED ANYTHING I'VE TOLD YOU, BELIEVE THIS. I AM GOING TO GET YOUR WIFE BACK TO YOU, SAFE AND SOUND.

BY ANY MEANS NECESSARY.

BZZT BZZT

BZZT BZZT

CLICK

THIS IS PARKER. I WANT PROOF OF LIFE, OR OUR CONVERSATION IS OVER.

OF COURSE. JUST A MOMENT.

PETER? DON'T RISK YOURSELF! CALL THE POLICE--

AUNT MAY...

DON'T LISTEN TO HER, BOY. I GAVE YOU PROOF OF LIFE. SHOULD YOU CROSS ME, I CAN JUST AS EASILY PROVIDE PROOF OF DEATH.

WHAT DO YOU WANT?

SABOTAGE. I WANT YOU TO COMPROMISE SPIDER-MAN'S EQUIPMENT. WEB FLUID THAT CLOGS. GOGGLES THAT GO DARK. THOSE UBIQUITOUS ROBOTS CATCH A VIRUS.

I BELIEVE I COULD KILL HIM REGARDLESS, BUT AN UNEXPECTED SYSTEMS FAILURE SHOULD GIVE ME ALL THE ADVANTAGE I NEED.

I HAVE NO WAY OF KNOWING WHEN I'LL SEE HIM NEXT!

FOR YOUR AUNT'S SAKE, I HOPE IT'S SOON. I DO GET BORED EASILY.

I'LL CHECK IN DAILY, FROM A NEW DISPOSABLE PHONE EACH TIME. IF YOU FAIL TO ANSWER...YOU WON'T LIKE WHAT'S LEFT ON YOUR VOICEMAIL.

OH, AND IF YOU HAVE ANY QUAINT NOTIONS OF *TRACING* THIS, WE'LL BE LONG GONE. A CELL PHONE IN THE TRASH IS ALL YOU'LL FIND.

A FEW FINAL WORDS. IF I SEE A SINGLE SPIDER-BOT, SHE DIES. IF I SEE *THOR* FLY OVERHEAD, SHE DIES. IF I *WAKE UP IN A BAD MOOD*, SHE *DIES*.

*DO NOT TEST ME, BOY. I'M A REASONABLE MAN. BUT I AM ALSO AN ACCOMPLISHED, IMAGINATIVE AND **UNREPENTANT** KILLER. **NEVER** FORGET THAT.*

YOU'RE A *FOOL*.

KRNCH

YOU'RE NOT DEALING WITH PARKER. *OR* SPIDER-MAN.

YOU'VE MADE AN ENEMY OF *THE SUPERIOR SPIDER-MAN.*

AND YOU HAVE *NO IDEA* WHAT I AM CAPABLE OF.

I AM NOT THE POLICE, OR SOME INEPT TELECOMMUNICATIONS COMPANY.

MY SPIDER-EYES BLANKET THE ENTIRE CITY. THEY TRIANGULATED YOUR POSITION THE MOMENT YOU CALLED.

THEY CAN WATCH YOU FROM A *DISTANCE* WITHOUT YOUR EVER REALIZING IT.

OF COURSE, AS LONG AS YOU HAVE MAY, I CAN AFFORD NO MISTAKES. A CIRCUMSTANCE THAT WOULD INDEED GIVE YOU AN ADVANTAGE...

...*IF* YOU FACED AN OPPONENT WHO *MADE* MISTAKES.

YOU THINK YOU KNOW SOME THINGS ABOUT ME.

"IT'S TIME I LEARNED MORE ABOUT *YOU*..."

Upstate.

BLACKOUT? YEAH, I KNOW HIM.

HE *KILLED MY SISTER.*

"I FOUGHT MY SHARE OF PSYCHOS AS ***GHOST RIDER***, BUT HE WAS ONE OF THE WORST.

"HE'LL FIND OUT WHAT YOU CARE ABOUT MOST, AND TAKE IT FROM YOU. NO ONE'S OFF LIMITS-- WOMEN, KIDS...

"AND HE'LL COMMIT MURDER WITH LESS THOUGHT THAN YOU AND I GIVE TO WHAT SIZE ***COFFEE*** WE WANT."

*I THOUGHT HE WAS DEAD, BUT I GUESS THAT ONLY MEANS SO MUCH WHEN A GUY'S **HALF DEMON**. NOT SURE HOW MUCH HELP I AM WITHOUT POWERS, BUT IF YOU WANT A HAND--*

NO NEED, KETCH. I'M NOT CERTAIN IT'S HIM YET...JUST FOLLOWING A TIP. IT COULD BE THE ***OTHER*** BLACKOUT-- THE ONE WITH THAT RIDICULOUS LIGHTNING BOLT ON HIS HEAD.

BUT AS A PRECAUTION, I'M GATHERING INFORMATION ON YOUR OLD ENEMY-- STRENGTHS, WEAKNESSES, THAT SORT OF THING.

YOU CAN SEE WHO SPIDEY IS TALKING ABOUT IN SUPERIOR TEAM-UP #6 -SELLIN' STEVE!

WELL, HE'S STRONG, FAST, DURABLE...RAZOR-SHARP CLAWS AND TEETH...LIKES TO RIP OUT THROATS...AND HE CAN LITERALLY SUCK THE LIGHT OUT OF A ROOM.

HE'S SENSITIVE TO SUNLIGHT. NOT BURSTING-INTO-FLAME SENSITIVE, BUT IT HURTS.

*MY ADVICE? I KNOW THIS ISN'T YOUR STYLE. BUT IF YOU HAVE TO FIGHT HIM, **KILL HIM**.*

OR YOU'RE PUTTING A NOOSE AROUND THE NECK OF EVERYONE YOU KNOW.

I *DESPISE* THE SUPERNATURAL.

BUT THE KETCH BOY RAISED A POINT I CANNOT IGNORE. SIMPLY KILLING THIS MISCREANT MAY NOT END HIS THREAT.

A *TRULY* INTELLIGENT MAN KNOWS WHEN HE IS OUTSIDE HIS FIELD OF EXPERTISE.

SHOULD I CONSULT ONE OF PARKER'S ALLIES WHO *SPECIALIZES* IN THE FIELD?

A MAN LIKE *DOCTOR STRANGE* MAY PROVIDE ANSWERS. BUT HE DWELLS IN A WORLD OF AURAS, CLAIRVOYANCE...HE MIGHT WELL DISCERN THE *TRUTH* ABOUT ME.

AM I BEING SELFISH, TO NOT WANT TO ENLIST HIS AID? PLACING MY OWN *SELF-PRESERVATION* ABOVE MAY'S LIFE? WHAT KIND OF A MAN--

NO. BETTER TO ASK WHAT KIND OF A MAN PLACES THOSE HE CLAIMS TO LOVE IN *DANGER* WITH HIS CARELESSNESS.

ANSWER: A MAN LIKE *PETER PARKER.* I HAVE TAKEN ON THE HERCULEAN TASK OF CORRECTING HIS MISTAKES. CLEANING UP HIS MESSES.

I AM HIS SUPERIOR... IN EVERY WAY. AND I SHALL *PROVE IT.*

A DISUSED SLAUGHTERHOUSE. HOW *UNIMAGINATIVE.*

BUT *WINDOWLESS.* I CAN'T RISK MAY'S SAFETY BY STRAYING TOO CLOSE WITHOUT KNOWING HIS POSITION.

WITH HER LEG INJURY-- *ANOTHER* RESULT OF PARKER'S *INCOMPETENCE*-- HER ABILITY TO ESCAPE HIS GRASP IS SEVERELY LIMITED.

I MUST WAIT FOR BLACKOUT TO EMERGE. AND FROM WHAT HE HIMSELF HAS TOLD ME, I KNOW EVENTUALLY HE WILL...

ABATTOIR

UP, OLD WOMAN. WE'RE GOING TO CALL YOUR NEPHEW.

MAYBE WE'LL DRIVE TO LONG ISLAND THIS TIME.

MAYBE I'LL MAKE YOU *SCREAM* THIS--

--TIME--

GUHH!

BWHAMM

IT'S ALL RIGHT, MRS. JAMESON. DON'T PANIC.

YOU'RE *SAFE* NOW.

SHE'S *SCARED.*

OF *YOU...*

...AS MUCH AS ME.

SHE *SHOULD* BE.

WHOK

I *WARNED* YOU.

TELL PARKER--

--YOU KILLED HER!

WHAT--?

SKRTCH

ROBOTS?

YES. THEY CAN GENERATE A *FORCEFIELD.*

NO MORE HOSTAGES, SCUM.

NOTHING CAN SAVE YOU NOW.

BRAKK

SAVE *ME?*

YOU'RE THE ONE WHO DIES TODAY!

KRCH

GNH!

THERE. I'M NOT SURE THE TECH YOU'VE GOT IN THOSE EYEPIECES WOULD HAVE HELPED ANYWAY...

...BUT NOW THEY'RE *CLEARLY* USELESS.

AS ARE *YOU.*

AH YES, YOUR *DANGER SENSE.* NOT BAD.

BUT THERE'S A DIFFERENCE BETWEEN KNOWING A THREAT IS COMING...

HFF!

...AND KNOWING *WHERE* IT'S COMING FROM.

GAAHH!

HHKK

HAH! I DIDN'T NEED PARKER AT ALL!

IS HE WATCHING THROUGH YOUR ROBOTS? I HOPE SO.

I WANT HIM TO *SEE YOU DIE.*

AND I WANT HIM TO SEE WHAT I DO TO HIS *AUNT*, AFTER I'VE CRUSHED THE ROBOTS PROTECTING HER.

TAKE A GOOD LOOK, PARKER.

THIS IS WHAT TRYING TO BE SMART GETS YOU.

SHNK

SHLAAAK

NNAAAGGHH!

IDIOT.

I WAS AWARE OF YOUR PENCHANT FOR TEARING OUT THROATS. IT WAS CHILD'S PLAY TO REINFORCE MY NECK...AND *BOOBY-TRAP* IT.

NOT TO WORRY, MADAM. HE'S TOO STUNNED TO THREATEN YOU FURTHER.

RRRNCH

HERE-- USE THIS AS A CANE.

GET TO SAFETY.

SLIT

THERE ARE POLICE OFFICERS IN A DINER ONE BLOCK NORTH AND TWO BLOCKS EAST.

THEY'LL SEE YOU RECEIVE MEDICAL ATTENTION. I'M SURE ALL THIS HAS BEEN A SHOCK.

I'LL FINISH UP HERE.

SO. YOU THOUGHT TO RESTORE WHAT I'LL LAUGHINGLY CALL YOUR *REPUTATION.*

AAHK!

KRNCH

AT MY EXPENSE.

CRACK

IEEGH!

BY MAKING AN *EXAMPLE* OF ME.

THRNCH

NOT A BAD IDEA, ACTUALLY. YOU WERE JUST WRONG ABOUT WHICH OF US WILL *MAKE* THE EXAMPLE...

...AND WHO WILL *BE* THE EXAMPLE.

NOTHING TO SAY?

PTOO

WHAT ARE YOU GOING TO DO, BEAT ME? BREAK MY BONES? I'M NOT A NORMAL HUMAN. I'LL HEAL, GOOD AS NEW.

KILL ME? I DON'T THINK SO. I'M NO THREAT TO ANYONE AT THE MOMENT. YOU'D ONLY MAKE YOURSELF A TARGET OF THE POLICE AND YOUR FELLOW AVENGERS.

LOCK ME UP? I'LL GET OUT. AND THEN I'LL *FIND* YOU. BUT NOT UNTIL *AFTER* I'VE FOUND PARKER, HIS AUNT, AND EVERYONE ELSE YOU'VE EVER EXCHANGED A KIND WORD WITH.

I'M *HALF DEMON*, YOU IDIOT!

YOU HAVE NO IDEA WHO YOU'RE DEALING WITH!

NOR DO YOU.

BUT YOU'RE ABOUT TO LEARN.

I'VE NEVER HAD THE OPPORTUNITY TO EXAMINE A HALF-DEMON. WILL YOUR TEETH GROW BACK?

W--WHAT ARE YOU--

NEVER MIND. I'M A MAN OF SCIENCE. I PREFER TO LEARN BY *DOING*.

EEEEAAAGGHHH!

FASCINATING. YOUR CLAWS SEEM TO BE MADE OF ***KERATIN***, LIKE NORMAL FINGERNAILS, BUT THEY'RE MUCH STRONGER. I'LL HAVE TO STUDY THEM FURTHER.

HH--
HHUCHH--

BUT BACK TO THE TASK AT HAND. I'M TOLD YOU ARE VULNERABLE TO ***SUNLIGHT***, YES?

I CAN'T WAIT AROUND FOR DAWN. BUT I DID BRING A ***SOLAR SIMULATOR***.

P-PLEASE... YOU WIN. I'M ***SORRY***.

I SWEAR, I'LL NEVER CROSS YOU AGAIN. I'LL--I'LL LEAVE THE COUNTRY. I'LL DO ***WHATEVER YOU WANT!***

PLEASE!

YES. YOU *WILL* DO WHAT I WANT. AND WHAT I WANT IS *THIS.*

TELL ALL YOUR MISBEGOTTEN ILK--TELL *ANYONE WHO WILL LISTEN*--THAT PETER PARKER IS *OFF LIMITS.*

IF HE, HIS AUNT, ANYONE ELSE ASSOCIATED WITH HIM--OR ASSOCIATED WITH *ME*--IS HARMED, HARASSED OR INCONVENIENCED IN *ANY WAY*--

IF THEY ARE KILLED IN A MUGGING, OR A CAR ACCIDENT...IF THEY DIE FROM WHAT SEEMS A NATURAL HEART ATTACK...IF THEY GET SO MUCH AS *JOSTLED ON THE SUBWAY...*

I WILL FIND OUT WHO IS RESPONSIBLE. AND WHAT I DO TO THEM WILL MAKE WHAT I'VE DONE TO YOU SEEM THE MOST TENDER OF MERCIES.

YES! *YES!* I'LL DELIVER THE MESSAGE! I'LL MAKE SURE EVERYONE UNDERSTANDS!

YOU WILL INDEED.

CLICK

EEEDDDAGGHHH!

EEEDDDAGGHHH!

The Next Day.

NY.C FLOWERS

JAY? I'M ON MY WAY. JUST STOPPED TO BUY SOME FLOWERS.

BUMP

WATCH YOURSELF, IDIOT!

SORRY. MY BAD.

WHAT'S HER BLOOD PRESSURE? HEART RATE? GOOD. IT SOUNDS LIKE SHE'S JUST SHAKEN UP. UNDERSTANDABLY.

TELL HER I'LL BE THERE SOON.

DUDE!

I DIDN'T KNOW YOU WERE *PETER PARKER*. I SWEAR, I NEVER WOULDA--

I'M SORRY. DON'T TELL HIM, OKAY? PLEASE... I'VE GOT KIDS!

FOR THE LOVE OF GOD, I'VE GOT KIDS!

HM.

YES, I THINK THIS WILL DO.

Below Manhattan.

YOU SHOULD SEE THIS BLACKOUT GUY. I SWEAR, ONE LOOK AND I LOST MY LUNCH.

WORD'S OUT. THE SPIDER'S *NOT* PLAYING.

INTERESTING. A REACTION LIKE THIS...HE'S SHOWN ME HIS BELLY.

BOSS, ALL DUE RESPECT, THIS AIN'T THE GUY YOU REMEMBER. HE'S ***CHANGED***. SOME PEOPLE EVEN THINK HE'S ***LOSING IT***.

HE'S GOT EVERYONE SCARED TO CROSS HIM. THE WISEGUYS, THE CARTELS, THE MASKS...

HE'S NOT PLAYING BY THE SAME RULES. TOTAL WILD CARD. NO ONE KNOWS ***WHAT*** HE'S GONNA DO.

I MEAN, YEAH, HE SHOWED HE GETS MAD WHEN YOU MESS WITH PEOPLE CLOSE TO HIM. BUT IF HE'S GONNA BE ***THIS*** HARDCORE ABOUT IT, WHY TAKE THE CHANCE?

WHY?

I SHOULD THINK THAT'S OBVIOUS.

IT'S A *TRADITION*.

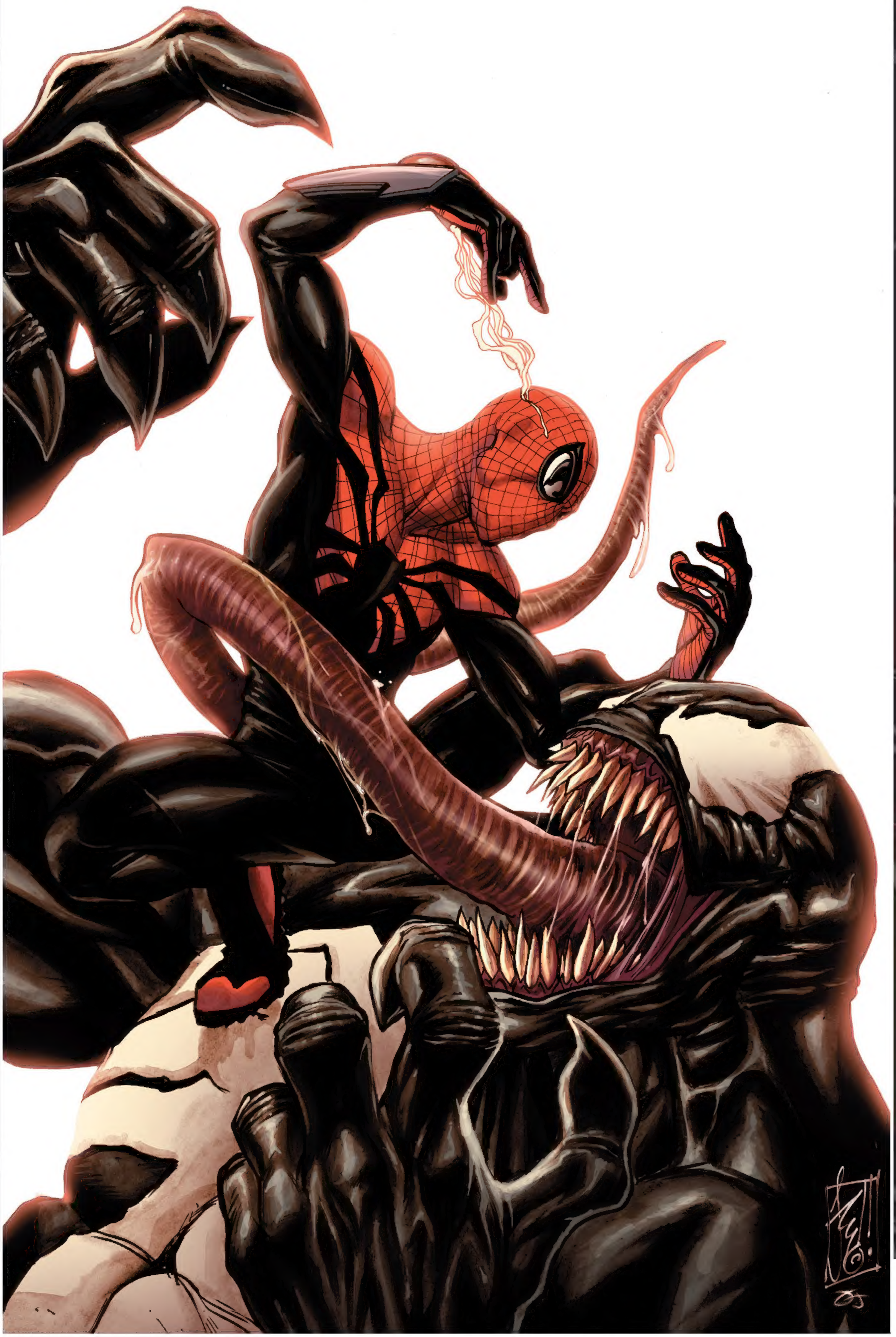
HA HAHA HAHA HA

End.

#25 VARIANT
BY J.G. JONES

#25 LABBIT HASTINGS VARIANT
BY KOZIK

#23 VARIANT
BY SKOTTIE YOUNG



#24 VARIANT
BY STEFANO CASELLI & FRANK MARTIN

"Slott continues to make this book...fascinating, constantly reordering and redefining Spider-Man's universe — or 'undoing the web,' as Jessica Carpenter puts it — by shifting the man at the center of it to his absolute archenemy." — CraveOnline.com

VENOM IS BACK IN TOWN!

Will his first run-in with the Superior Spider-Man be a friendly one, or will he sense something perilous about Peter Parker's presence? And as Otto Octavius takes another big step in his life as Peter Parker, could a big part of Flash Thompson's life be coming to a close? Will he be Venom no more? As Cardiac returns, MJ faces her fears, and a new Goblin is born, the one question everyone will be asking is, "Who is the Superior Venom?!" And after half a century, don't miss one of the most cringe-worthy moments in all of Spidey-history! Guest-starring the Avengers! Plus: Blackout wants to re-establish his reputation by killing the Superior Spider-Man — and to do so, he targets Aunt May!

Collecting *Superior Spider-Man #22-26* and *Annual #1* — by Dan Slott, Christos Gage, Javier Rodriguez, Humberto Ramos, Marcos Martin, Victor Olazaba, Álvaro López, Edgar Delgado, Antonio Fabela and Veronica Gandini.

T

MARVEL

ZONE